

Fill in this information to identify your case:

United States Bankruptcy Court for the:

NORTHERN DISTRICT OF CALIFORNIA

Case number (if known)

Chapter **11**

☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/20

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name **Gaia Interactive, Inc.**

2. All other names debtor used in the last 8 years
Include any assumed names, trade names and doing business as names

DBA Gaia Online
DBA Gaia Online, LLC
DBA Ravel Labs LLC, aka Unravel

3. Debtor's federal Employer Identification Number (EIN) **37-1487918**

4. Debtor's address

Principal place of business

Mailing address, if different from principal place of business

2445 Augustine Drive, Suite 150
Santa Clara, CA 95054

Number, Street, City, State & ZIP Code

P.O. Box, Number, Street, City, State & ZIP Code

Santa Clara
County

Location of principal assets, if different from principal place of business

Number, Street, City, State & ZIP Code

5. Debtor's website (URL)

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

☐ Partnership (excluding LLP)

☐ Other. Specify:

7. Describe debtor's business

A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- ☐ Chapter 7
☐ Chapter 9

☒ Chapter 11. Check **all** that apply:

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☒ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11**. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- ☒ No.
☐ Yes.

If more than 2 cases, attach a separate list.

District	_____	When	_____	Case number	_____
District	_____	When	_____	Case number	_____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor? ☒ No ☐ Yes.

List all cases. If more than 1, attach a separate list

Debtor _____ Relationship _____
District _____ When _____ Case number, if known _____

11. Why is the case filed in this district? Check all that apply:
- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention? ☒ No ☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.
- Why does the property need immediate attention? (Check all that apply.)**
- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
- ☐ It needs to be physically secured or protected from the weather.
- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- ☐ Other _____
- Where is the property?** _____
Number, Street, City, State & ZIP Code
- Is the property insured?**
- ☐ No
- ☐ Yes. Insurance agency _____
Contact name _____
Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds Check one:
- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors
- | | | |
|--|--|--|
| <input checked="" type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated Assets
- | | | |
|---|--|--|
| <input type="checkbox"/> \$0 - \$50,000 | <input type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000 | <input type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input checked="" type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

16. Estimated liabilities ☐ \$0 - \$50,000 ☒ \$1,000,001 - \$10 million ☐ \$500,000,001 - \$1 billion

Debtor

Gaia Interactive, Inc.

Name

Case number (if known)

☐ \$50,001 - \$100,000

☐ \$100,001 - \$500,000

☐ \$500,001 - \$1 million

☐ \$10,000,001 - \$50 million

☐ \$50,000,001 - \$100 million

☐ \$100,000,001 - \$500 million

☐ \$1,000,000,001 - \$10 billion

☐ \$10,000,000,001 - \$50 billion

☐ More than \$50 billion

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **May 12, 2021**
MM / DD / YYYY

X /s/ James Cao
Signature of authorized representative of debtor

Title **CEO**

James Cao
Printed name

18. Signature of attorney

X /s/ Michael W. Malter
Signature of attorney for debtor

Date **May 12, 2021**
MM / DD / YYYY

Michael W. Malter #96533
Printed name

Binder & Malter, LLP
Firm name

2775 Park Avenue
Santa Clara, CA 95050
Number, Street, City, State & ZIP Code

Contact phone **(408) 295-1700** Email address **Michael@bindermalter.com**

#96533 CA
Bar number and State

Fill in this information to identify the case:

Debtor name Gaia Interactive, Inc.

United States Bankruptcy Court for the: NORTHERN DISTRICT OF CALIFORNIA

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ *Amended Schedule* _____
- ☐ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on May 12, 2021

X /s/ James Cao

Signature of individual signing on behalf of debtor

James Cao

Printed name

CEO

Position or relationship to debtor

Fill in this information to identify the case:

Debtor name **Gaia Interactive, Inc.**
 United States Bankruptcy Court for the: **NORTHERN DISTRICT OF CALIFORNIA**
 Case number (if known): _____

☐ Check if this is an
 amended filing

Official Form 204**Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders****12/15**

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Cathay Bank 2855 Kifer Road, Ste. 245 Santa Clara, CA 95051		Blanket lien on all assets. Amount shown is principal balance of \$1,350,000 plus estimated accrued interest and fees.		\$1,720,000.00	Unknown	\$971,082.00
US Small Business Administration 10737 Gateway West #300 El Paso, TX 79935		UCC-1 filing in wrong state, lien is disputed.	Disputed	\$500,000.00	\$0.00	\$500,000.00
US Small Business Administration ReadyCap Lending, LLC 200 CONNELL DRIVE, SUITE 4000 Berkeley Heights, NJ 07922		Second PPP Loan - Debtor intends to apply for forgiveness of this loan				\$210,800.00
ADP 1851 N Resler Drive MS-100 El Paso, TX 79912		Trade debt				\$101,223.77
Equinix, Inc. c/o Alan L. Brodtkin & Associates 15500 B Rockfield Blvd. Irvine, CA 92618		Trade debt				\$89,260.88
Credibility Capital 419 Park Avenue So, #807 San Diego, CA 92150		UCC-1 filing in wrong state, lien disputed.	Disputed	\$75,154.95	\$0.00	\$75,154.95

Debtor **Gaia Interactive, Inc.**
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
BlueVine Capital, Inc. 401 Warren St., Suite 300 Redwood City, CA 94063		UCC-1 filing in wrong state, lien disputed.	Disputed	\$67,146.00	\$0.00	\$67,146.00
Loanme Inc. 1900 S State College Blvd Suite 300 Anaheim, CA 92806		Loan to corporation	Disputed			\$65,721.68
Credibility Capital 419 Park Avenue So, #807 San Diego, CA 92150		UCC-1 fiing in wrong state, lien disputed.	Disputed	\$27,578.66	\$0.00	\$27,578.66
Credibility Capital 419 Park Avenue So, #807 San Diego, CA 92150		UCC-1 filing in wrong state, lien disputed.	Disputed	\$25,485.93	\$0.00	\$25,485.93
The Irvine Company 2550 N. First Street, Suite 100 San Jose, CA 95131		Unpaid rent at prior address.				\$16,530.00
Oracle America, Inc.(used to be Zenedge) P.O. Box 44471 San Francisco, CA 94144-4471		Trade debt				\$3,995.00
American Express P.O. Box 981537 El Paso, TX 79998		Miscellaneous purchases				\$2,700.43
Kansas Department of Revenue P.O. Box 12005 Topeka, KS 66612-2005		State Tax Warrant				\$2,347.00
CenturyLink(Level 3 Communications LLC) 1025 Eldorado Blvd Broomfield, CO 80021		Trade debt				\$1,505.55
Solium 221 Main Street, Suite 780 San Francisco, CA 94105		Trade debt				\$1,500.00
AT&T 870 N. McCarthy Blvd. Floor 1 Milpitas, CA 95035		Trade debt				\$1,470.71

Debtor **Gaia Interactive, Inc.**
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Cogent Communications, Inc P.O Box 791087 Baltimore, MD 21279-1087		Trade debt				\$1,309.75
Kansas Department of Revenue P.O. Box 12005 Topeka, KS 66612-2005		State Tax Warrant				\$813.00
Kansas Department of Revenue P.O. Box 12005 Topeka, KS 66612-2005		State Tax Warrant				\$813.00

Fill in this information to identify the case:Debtor name **Gaia Interactive, Inc.**United States Bankruptcy Court for the: **NORTHERN DISTRICT OF CALIFORNIA**

Case number (if known) _____

☐ Check if this is an amended filing**Official Form 206Sum
Summary of Assets and Liabilities for Non-Individuals****12/15****Part 1: Summary of Assets****1. Schedule A/B: Assets-Real and Personal Property** (Official Form 206A/B)

1a. Real property: Copy line 88 from <i>Schedule A/B</i>	\$ 0.00
1b. Total personal property: Copy line 91A from <i>Schedule A/B</i>	\$ 567,616.22
1c. Total of all property: Copy line 92 from <i>Schedule A/B</i>	\$ 567,616.22

Part 2: Summary of Liabilities

2. Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D) Copy the total dollar amount listed in Column A, <i>Amount of claim</i> , from line 3 of <i>Schedule D</i>	\$ 4,159,988.16
3. Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)	
3a. Total claim amounts of priority unsecured claims: Copy the total claims from Part 1 from line 5a of <i>Schedule E/F</i>	\$ 4,603.00
3b. Total amount of claims of nonpriority amount of unsecured claims: Copy the total of the amount of claims from Part 2 from line 5b of <i>Schedule E/F</i>	+\$ 4,028,872.97
4. Total liabilities Lines 2 + 3a + 3b	\$ 8,193,464.13

Fill in this information to identify the case:Debtor name **Gaia Interactive, Inc.**United States Bankruptcy Court for the: **NORTHERN DISTRICT OF CALIFORNIA**

Case number (if known) _____

☐ Check if this is an amended filing**Official Form 206A/B****Schedule A/B: Assets - Real and Personal Property**

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents**1. Does the debtor have any cash or cash equivalents?**

- ☐ No. Go to Part 2.
☒ Yes Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor**Current value of debtor's interest****2. Cash on hand****\$0.00****3. Checking, savings, money market, or financial brokerage accounts (Identify all)**
Name of institution (bank or brokerage firm) Type of account Last 4 digits of account number**3.1. Silicon Valley Bank****Checking****1219****\$34,809.22****4. Other cash equivalents (Identify all)****5. Total of Part 1.**

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$34,809.22**Part 2: Deposits and Prepayments****6. Does the debtor have any deposits or prepayments?**

- ☐ No. Go to Part 3.
☒ Yes Fill in the information below.

7. Deposits, including security deposits and utility deposits
Description, including name of holder of deposit**7.1. Deposit with landlord, Augustine 101****\$6,000.00****8. Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent**
Description, including name of holder of prepayment

Debtor Gaia Interactive, Inc.
Name

Case number (If known) _____

9. **Total of Part 2.**

Add lines 7 through 8. Copy the total to line 81.

\$6,000.00

Part 3: Accounts receivable

10. **Does the debtor have any accounts receivable?**

- ☐ No. Go to Part 4.
☒ Yes Fill in the information below.

11. **Accounts receivable**

11b. Over 90 days old: 113,291.36 - 113,291.36 = \$0.00
face amount doubtful or uncollectible accounts

12. **Total of Part 3.**

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$0.00

Part 4: Investments

13. **Does the debtor own any investments?**

- ☐ No. Go to Part 5.
☒ Yes Fill in the information below.

Valuation method used
for current value

Current value of
debtor's interest

14. **Mutual funds or publicly traded stocks not included in Part 1**

Name of fund or stock:

15. **Non-publicly traded stock and interests in incorporated and unincorporated businesses, including any interest in an LLC, partnership, or joint venture**

Name of entity: % of ownership

Pocketcom is a wholly owned subsidiary of the Debtor, but is not fully developed and is not operational. Book value is \$1,315,671.

15.1. Liquidation value is zero. 100 % Liquidation Unknown

Unravel is an investment project owned by the Debtor that was partially developed as a dating app and later abandoned in 2016.

The tax cost value of \$4,236,781. The liquidation value is zero.

15.2. Liquidation value is zero. 100 % Liquidation \$0.00

Gaia Online, LLC is a wholly owned subsidiary of the Debtor.

15.3. Liquidation value is zero. 100 % Liquidation \$0.00

Ravel Labs, LLC is a wholly owned subsidiary of the Debtor.

15.4. Liquidation value is zero. 100 % Liquidation \$0.00

16. **Government bonds, corporate bonds, and other negotiable and non-negotiable instruments not included in Part 1**

Describe:

17. **Total of Part 4.**

Add lines 14 through 16. Copy the total to line 83.

\$0.00

Debtor Gaia Interactive, Inc.
Name

Case number (If known) _____

Part 5: Inventory, excluding agriculture assets

18. Does the debtor own any inventory (excluding agriculture assets)?

- ☐ No. Go to Part 6.
☒ Yes Fill in the information below.

	General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19.	Raw materials				
20.	Work in progress				
21.	Finished goods, including goods held for resale				
22.	Other inventory or supplies				
	Inventory		\$17,766.00	Comparable sale	\$17,766.00

23. Total of Part 5.

Add lines 19 through 22. Copy the total to line 84.

\$17,766.00

24. Is any of the property listed in Part 5 perishable?

- ☒ No
☐ Yes

25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?

☒ No

☐ Yes. Book value _____ Valuation method _____ Current Value _____

26. Has any of the property listed in Part 5 been appraised by a professional within the last year?

- ☒ No
☐ Yes

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)

27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?

- ☒ No. Go to Part 7.
☐ Yes Fill in the information below.

Part 7: Office furniture, fixtures, and equipment; and collectibles

38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?

- ☐ No. Go to Part 8.
☒ Yes Fill in the information below.

	General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39.	Office furniture			
40.	Office fixtures			
41.	Office equipment, including all computer equipment and communication systems equipment and software			
	Office equipment and supplies	\$0.00	Depreciation	\$500.00
	Computer equipment	Unknown	Depreciation	\$20,000.00

Debtor Gaia Interactive, Inc.
Name

Case number (If known) _____

42. **Collectibles** Examples: Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles

43. **Total of Part 7.**
Add lines 39 through 42. Copy the total to line 86.

\$20,500.00

44. **Is a depreciation schedule available for any of the property listed in Part 7?**

☐ No
☒ Yes

45. **Has any of the property listed in Part 7 been appraised by a professional within the last year?**

☒ No
☐ Yes

Part 8: Machinery, equipment, and vehicles

46. **Does the debtor own or lease any machinery, equipment, or vehicles?**

☒ No. Go to Part 9.
☐ Yes Fill in the information below.

Part 9: Real property

54. **Does the debtor own or lease any real property?**

☐ No. Go to Part 10.
☒ Yes Fill in the information below.

55. **Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest**

Description and location of property Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building, if available).	Nature and extent of debtor's interest in property	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
55.1. Debtor leases the commercial property located at 2445 Augustine Drive, Suite 150, Santa Clara, CA, 95054 from Augustine 101, 2445 Augustine Drive, Santa Clara, CA 95054.	Leasehold interest	Unknown	N/A	\$0.00

56. **Total of Part 9.**
Add the current value on lines 55.1 through 55.6 and entries from any additional sheets. Copy the total to line 88.

\$0.00

57. **Is a depreciation schedule available for any of the property listed in Part 9?**

☒ No
☐ Yes

58. **Has any of the property listed in Part 9 been appraised by a professional within the last year?**

Debtor Gaia Interactive, Inc.
Name

Case number (If known) _____

- ☐ No
☐ Yes

Part 10: Intangibles and intellectual property

59. Does the debtor have any interests in intangibles or intellectual property?

- ☐ No. Go to Part 11.
☒ Yes Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
60. Patents, copyrights, trademarks, and trade secrets 1 Patent - No. 7,695,370 - This patent has expired.	\$0.00	Liquidation	\$0.00
Trademarks registered to Debtor: Gaia Online Gaia Gold Gaia Cash	Unknown	Liquidation	\$15,000.00

61. Internet domain names and websites Domain names: Gaiaonline.com Gaiainteractie.com playmonstergalaxy.com heraldsofchaos.com heraldsofchaos.net heraldsofchaos.org gaiaonline.org zomg.com gaiaonlinehelp.net gaiamarket.net gaiamarket.org gaia-marketing.com go-gaia.com ravellabs.com unravel.com playunravel.com	\$82,373.00	Liquidation	\$30,000.00
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62. Licenses, franchises, and royalties
63. Customer lists, mailing lists, or other compilations
64. Other intangibles, or intellectual property
65. Goodwill

66. Total of Part 10. \$45,000.00
Add lines 60 through 65. Copy the total to line 89.

67. Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41A) and 107?)
☒ No
☐ Yes

68. Is there an amortization or other similar schedule available for any of the property listed in Part 10?
☒ No

Debtor Gaia Interactive, Inc.
Name

Case number (If known) _____

☐ Yes

69. Has any of the property listed in Part 10 been appraised by a professional within the last year?

☒ No

☐ Yes

Part 11: All other assets

70. Does the debtor own any other assets that have not yet been reported on this form?

Include all interests in executory contracts and unexpired leases not previously reported on this form.

☐ No. Go to Part 12.

☒ Yes Fill in the information below.

Current value of
debtor's interest

71. **Notes receivable**

Description (include name of obligor)

72. **Tax refunds and unused net operating losses (NOLs)**

Description (for example, federal, state, local)

**Research and development tax credits - this asset has
no liquidation value other than being used to offset
future income taxes of the Debtor.**

Tax year Various

\$443,541.00

73. **Interests in insurance policies or annuities**

74. **Causes of action against third parties (whether or not a lawsuit
has been filed)**

75. **Other contingent and unliquidated claims or causes of action of
every nature, including counterclaims of the debtor and rights to
set off claims**

76. **Trusts, equitable or future interests in property**

77. **Other property of any kind not already listed** Examples: Season tickets,
country club membership

78. **Total of Part 11.**

Add lines 71 through 77. Copy the total to line 90.

\$443,541.00

79. Has any of the property listed in Part 11 been appraised by a professional within the last year?

☒ No

☐ Yes

Debtor Gaia Interactive, Inc.
Name

Case number (If known) _____

Part 12: Summary

In Part 12 copy all of the totals from the earlier parts of the form

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1</i>	<u>\$34,809.22</u>	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	<u>\$6,000.00</u>	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	<u>\$0.00</u>	
83. Investments. <i>Copy line 17, Part 4.</i>	<u>\$0.00</u>	
84. Inventory. <i>Copy line 23, Part 5.</i>	<u>\$17,766.00</u>	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	<u>\$0.00</u>	
86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i>	<u>\$20,500.00</u>	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	<u>\$0.00</u>	
88. Real property. <i>Copy line 56, Part 9.....></i>		<u>\$0.00</u>
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	<u>\$45,000.00</u>	
90. All other assets. <i>Copy line 78, Part 11.</i>	+ <u>\$443,541.00</u>	
91. Total. Add lines 80 through 90 for each column	<u>\$567,616.22</u>	+ 91b. <u>\$0.00</u>
92. Total of all property on Schedule A/B. Add lines 91a+91b=92		<u>\$567,616.22</u>

Gaia Interactive Inc.
A/R Aging Detail
As of March 31, 2021

	Date	Transaction Type	Num	Customer	Due Date	Amount	Open Balance
91 or more days past due							
	11/30/2004	Journal Entry	Adj 5	BurstlMedia	11/30/2004	4,079.59	4,079.59
	12/31/2004	Journal Entry	Aje#61	AR reserve	12/31/2004	-4,671.57	-4,671.57
	12/31/2004	Journal Entry	adj#144	AR reserve	12/31/2004	4,671.57	4,671.57
	03/31/2005	Journal Entry	Adj 6	BurstlMedia	03/31/2005	-4,079.59	-4,079.59
	12/31/2005	Journal Entry	Aje#63	AR reserve	12/31/2005	-8,273.52	-8,273.52
	12/31/2005	Journal Entry	adj#145	AR reserve	12/31/2005	-4,671.57	-4,671.57
	12/31/2005	Journal Entry	Aje#62	AR reserve	12/31/2005	4,671.57	4,671.57
	12/31/2005	Journal Entry	adj#145-A	AR reserve	12/31/2005	8,273.52	8,273.52
	03/31/2006	Journal Entry	Aje#65	AR reserve	03/31/2006	-11,441.52	-11,441.52
	03/31/2006	Journal Entry	Aje#64	AR reserve	03/31/2006	8,273.52	8,273.52
	03/31/2006	Journal Entry	adj#147	AR reserve	03/31/2006	11,441.52	11,441.52
	06/30/2006	Journal Entry	Aje#67	AR reserve	06/30/2006	-15,258.23	-15,258.23
	06/30/2006	Journal Entry	adj#148	AR reserve	06/30/2006	-11,441.52	-11,441.52
	06/30/2006	Journal Entry	Aje#66	AR reserve	06/30/2006	11,441.52	11,441.52
	06/30/2006	Journal Entry	adj#148A	AR reserve	06/30/2006	15,258.23	15,258.23
	09/30/2006	Journal Entry	Aje#69	AR reserve	09/30/2006	-18,027.28	-18,027.28
	09/30/2006	Journal Entry	adj#149	AR reserve	09/30/2006	-15,258.23	-15,258.23
	09/30/2006	Journal Entry	Aje#68	AR reserve	09/30/2006	15,258.23	15,258.23
	09/30/2006	Journal Entry	adj#149-A	AR reserve	09/30/2006	18,027.28	18,027.28
	12/31/2006	Journal Entry	Aje#71	AR reserve	12/31/2006	-32,095.03	-32,095.03
	12/31/2006	Journal Entry	adj#150	AR reserve	12/31/2006	-18,027.28	-18,027.28
	12/31/2006	Journal Entry	adj#146	AR reserve	12/31/2006	-8,273.52	-8,273.52
	12/31/2006	Journal Entry	Aje#60	AR reserve	12/31/2006	-5,910.66	-5,910.66
	12/31/2006	Journal Entry	adj#151	AR reserve	12/31/2006	5,910.66	5,910.66
	12/31/2006	Journal Entry	Aje#70	AR reserve	12/31/2006	18,027.28	18,027.28
	12/31/2006	Journal Entry	adj#150-A	AR reserve	12/31/2006	32,095.03	32,095.03
	09/20/2007	Invoice	796	Beyond Interactive	09/20/2007	59,850.00	59,850.00
	09/30/2007	Journal Entry	9-45-07	Beyond Interactive	09/30/2007	-59,850.00	-59,850.00
	10/31/2007	Journal Entry	10-44-07	InComm-Interactive Communicatons Intl. In	10/31/2007	182,016.45	182,016.45
	11/23/2007	Credit Memo	812	Beyond Interactive	11/23/2007	-59,850.00	-59,850.00
	11/23/2007	Journal Entry	11-52-07	Beyond Interactive	11/23/2007	59,850.00	59,850.00
	11/30/2007	Journal Entry	11-46-07	InComm-Interactive Communicatons Intl. In	11/30/2007	-182,016.45	-182,016.45
	11/30/2007	Journal Entry	11-44-07	InComm-Interactive Communicatons Intl. In	11/30/2007	281,377.00	281,377.00
	12/31/2007	Journal Entry	12-46-07	InComm-Interactive Communicatons Intl. In	12/31/2007	-281,377.00	-281,377.00
	12/31/2007	Journal Entry	adj.16-07	AR reserve	12/31/2007	-25,000.00	-25,000.00
	12/31/2007	Journal Entry	4-12-07	AR reserve	12/31/2007	14,500.00	14,500.00
	10/31/2008	Journal Entry	10-9-08	AR reserve	10/31/2008	5,500.00	5,500.00
	11/24/2008	Invoice	1104	Plastyc	12/24/2008	115,000.00	115,000.00
	12/31/2008	Journal Entry	Adj #1	Plastyc	12/31/2008	-115,000.00	-115,000.00
	12/31/2008	Journal Entry	12-71-08	AR reserve	12/31/2008	-38,010.00	-38,010.00
	01/05/2009	Journal Entry	1-46-09	AR reserve	01/05/2009	5,000.00	5,000.00
	03/31/2009	Journal Entry	3-99-09	AR reserve	03/31/2009	-12,000.00	-12,000.00
	03/31/2009	Invoice	1219	Pacific Printing & Fulfillment Inc.	03/31/2009	90,000.00	45,000.00
	04/01/2009	Journal Entry	4-6-09	AR reserve	04/01/2009	12,000.00	12,000.00
	04/29/2009	Journal Entry	4-7-09	AR reserve	04/29/2009	38,010.00	38,010.00
	12/31/2009	Journal Entry	12-8-09	Pacific Printing & Fulfillment Inc.	12/31/2009	-45,000.00	-45,000.00
	08/31/2011	Invoice	2191	Matomy	09/30/2011	2,329.47	75.62
	09/30/2011	Invoice	2204	Matomy	10/30/2011	8,683.53	464.80
	10/31/2011	Invoice	2262	Matomy	11/30/2011	5,915.79	161.39
	11/30/2011	Invoice	2292	Matomy	12/30/2011	6,352.86	149.78
	12/31/2011	Invoice	2329	Matomy	01/30/2012	4,414.37	354.67
	01/31/2012	Invoice	2360	Matomy	03/01/2012	3,842.41	66.91
	02/29/2012	Invoice	2397	Matomy	03/30/2012	4,008.35	77.44
	03/29/2012	Invoice	2421	Double Fusion/blue noodle	04/28/2012	10,027.75	10,027.75
	03/31/2012	Invoice	2430	Matomy	04/30/2012	4,545.77	78.51
	04/30/2012	Journal Entry	04-54-12	Double Fusion/blue noodle	04/30/2012	-10,027.75	-10,027.75
	04/30/2012	Invoice	2477	Viximo	05/30/2012	11.06	11.06
	04/30/2012	Invoice	2470	Matomy	05/30/2012	4,221.13	102.84
	05/31/2012	Invoice	2505	Viximo	06/30/2012	132.88	132.88
	05/31/2012	Invoice	2514	Direct Agents Inc	06/30/2012	141.25	141.25
	05/31/2012	Invoice	2501	Matomy	06/30/2012	5,030.76	191.51
	07/16/2012	Journal Entry	07-20-12b	Pacific Printing & Fulfillment Inc.	07/16/2012	-45,000.00	-45,000.00
	07/16/2012	Journal Entry	07-20-12d	Double Fusion/blue noodle	07/16/2012	-10,027.75	-10,027.75
	07/16/2012	Journal Entry	07-20-12c	Double Fusion/blue noodle	07/16/2012	10,027.75	10,027.75
	07/16/2012	Journal Entry	07-20-12a	Pacific Printing & Fulfillment Inc.	07/16/2012	45,000.00	45,000.00
	06/30/2012	Invoice	2531	Matomy	07/30/2012	2,487.10	161.41
	07/31/2012	Invoice	2588	Tapjoy, Inc. (A)	08/30/2012	1,260.70	841.46
	07/31/2012	Invoice	2573	Matomy	08/30/2012	1,432.57	78.99
	08/31/2012	Invoice	2612	Matomy	09/30/2012	10.08	1.62
	08/31/2012	Invoice	2617	Tapjoy, Inc. (A)	09/30/2012	445.09	445.09
	09/30/2012	Invoice	2645	Tapjoy, Inc. (A)	10/30/2012	241.99	241.99
	11/15/2012	Journal Entry	11-44-12	Viximo	11/15/2012	-143.94	-143.94
	11/15/2012	Journal Entry	11-43-12	Direct Agents Inc	11/15/2012	-141.25	-141.25
	10/31/2012	Invoice	2705	Tapjoy, Inc. (A)	11/30/2012	307.17	307.17
	11/30/2012	Invoice	2750	Tapjoy, Inc. (A)	12/30/2012	544.61	298.24
	12/31/2012	Journal Entry	12-28-12	Matomy	12/31/2012	-1,965.49	-1,965.49

12/31/2012	Invoice	2787	Tapjoy, Inc. (A)	01/30/2013	113.89	113.89
02/22/2013	Journal Entry	02-13-13	Tapjoy, Inc. (A)	02/22/2013	-2,133.95	-1,861.32
01/31/2013	Invoice	2830	Tapjoy, Inc. (A)	03/02/2013	3.73	3.73
04/30/2013	Invoice	2959	Matomy	05/30/2013	11.58	11.58
05/31/2013	Payment	wire	Criteo PM	05/31/2013	-366.36	-0.01
05/31/2013	Invoice	3024	Oridian	05/31/2013	53.02	53.02
05/31/2013	Invoice	2994	Peanut Labs	06/30/2013	9.10	9.10
05/31/2013	Invoice	2999	Matomy	06/30/2013	10.04	10.04
06/30/2013	Invoice	3064	Oridian	06/30/2013	9.26	9.26
06/30/2013	Invoice	3062	Smaato	06/30/2013	133.69	133.69
06/30/2013	Invoice	3043	Matomy	07/30/2013	17.65	17.65
06/30/2013	Invoice	3038	Peanut Labs	07/30/2013	19.76	19.76
07/30/2013	Payment	ACH 07.30.2013	Criteo PM	07/30/2013	-573.81	-0.01
07/31/2013	Journal Entry	07-13-13	Tapjoy, Inc. (A)	07/31/2013	-940.91	-940.91
07/31/2013	Invoice	3092	Federated Media / LIJIT FM	08/30/2013	19.44	19.44
07/31/2013	Invoice	3100	Peanut Labs	08/30/2013	35.10	35.10
07/31/2013	Invoice	3106	Matomy	08/30/2013	52.16	52.16
08/30/2013	Payment	ACH 08/30/13	Criteo PM	08/30/2013	-242.92	-0.01
07/31/2013	Invoice	3108	Tapjoy, Inc. (A)	09/29/2013	832.01	15.00
08/31/2013	Invoice	3140	Peanut Labs	09/30/2013	4.10	4.10
08/31/2013	Invoice	3145	Matomy	09/30/2013	40.10	39.15
08/31/2013	Invoice	3154	Tapjoy, Inc. (A)	09/30/2013	704.19	15.00
09/30/2013	Invoice	3192	Tapjoy, Inc. (A)	10/30/2013	719.78	15.00
12/17/2013	Journal Entry	12-25k-13	Smaato	12/17/2013	-133.69	-133.69
12/17/2013	Journal Entry	12-25d-13	Matomy	12/17/2013	-130.58	-130.58
12/17/2013	Journal Entry	12-25f-13	Peanut Labs	12/17/2013	-68.06	-68.06
12/17/2013	Journal Entry	12-25e-13	Oridian	12/17/2013	-62.28	-62.28
12/17/2013	Journal Entry	12-25c-13	Federated Media / LIJIT FM	12/17/2013	-19.44	-19.44
12/17/2013	Journal Entry	12-25i-13	Criteo PM	12/17/2013	0.03	0.03
12/17/2013	Journal Entry	12-25-13	Amazon	12/17/2013	15.48	4.59
12/17/2013	Journal Entry	12-25b-13	Charlboost, Inc. (A)	12/17/2013	53.21	53.21
12/17/2013	Journal Entry	12-25i-13	Tapjoy, Inc. (A)	12/17/2013	531.92	531.92
12/31/2013	Journal Entry	12-4a-13	6000-GaiaVirtualGoods	12/31/2013	61,635.49	61,635.49
01/01/2014	Journal Entry	12-4a-13R	6000-GaiaVirtualGoods	01/01/2014	-61,635.49	-61,635.49
01/31/2014	Journal Entry	01-4a-14	6000-GaiaVirtualGoods	01/31/2014	95,275.84	95,275.84
02/01/2014	Journal Entry	01-4a-14R	6000-GaiaVirtualGoods	02/01/2014	-95,275.84	-95,275.84
02/28/2014	Journal Entry	02-4a-14	6000-GaiaVirtualGoods	02/28/2014	186,424.21	186,424.21
03/01/2014	Journal Entry	03-4a-14R	6000-GaiaVirtualGoods	03/01/2014	-186,424.21	-186,424.21
03/31/2014	Journal Entry	03-4a-14	6000-GaiaVirtualGoods	03/31/2014	107,149.53	107,149.53
04/01/2014	Journal Entry	03-4a-14R	6000-GaiaVirtualGoods	04/01/2014	-107,149.53	-107,149.53
04/30/2014	Journal Entry	04-4b-14	6000-GaiaVirtualGoods	04/30/2014	216.98	216.98
04/30/2014	Journal Entry	04-4a-14	6000-GaiaVirtualGoods	04/30/2014	418,265.46	418,265.46
05/01/2014	Journal Entry	04-4a-14R	6000-GaiaVirtualGoods	05/01/2014	-418,265.46	-418,265.46
05/01/2014	Journal Entry	04-4b-14R	6000-GaiaVirtualGoods	05/01/2014	-216.98	-216.98
05/31/2014	Journal Entry	05-4b-14	6000-GaiaVirtualGoods	05/31/2014	185.91	185.91
05/31/2014	Journal Entry	05-4a-14	6000-GaiaVirtualGoods	05/31/2014	145,489.88	145,489.88
06/01/2014	Journal Entry	05-4a-14R	6000-GaiaVirtualGoods	06/01/2014	-145,489.88	-145,489.88
06/01/2014	Journal Entry	05-4b-14R	6000-GaiaVirtualGoods	06/01/2014	-185.91	-185.91
06/30/2014	Journal Entry	06-4b-14	6000-GaiaVirtualGoods	06/30/2014	170.74	170.74
06/30/2014	Journal Entry	06-4a-14	6000-GaiaVirtualGoods	06/30/2014	105,887.62	105,887.62
07/01/2014	Journal Entry	06-4a-14R	6000-GaiaVirtualGoods	07/01/2014	-105,887.62	-105,887.62
07/01/2014	Journal Entry	06-4b-14R	6000-GaiaVirtualGoods	07/01/2014	-170.74	-170.74
07/31/2014	Journal Entry	07-4b-14	6000-GaiaVirtualGoods	07/31/2014	101.29	101.29
07/31/2014	Journal Entry	07-4a-14	6000-GaiaVirtualGoods	07/31/2014	88,273.98	88,273.98
08/01/2014	Journal Entry	07-4a-14R	6000-GaiaVirtualGoods	08/01/2014	-88,273.98	-88,273.98
08/01/2014	Journal Entry	07-4b-14R	6000-GaiaVirtualGoods	08/01/2014	-101.29	-101.29
08/31/2014	Journal Entry	08-4b-14	6000-GaiaVirtualGoods	08/31/2014	6.25	6.25
08/31/2014	Journal Entry	08-4a-14	6000-GaiaVirtualGoods	08/31/2014	171,541.61	171,541.61
09/01/2014	Journal Entry	08-4a-14R	6000-GaiaVirtualGoods	09/01/2014	-151,586.10	-151,586.10
09/01/2014	Journal Entry	08-4b-14R	6000-GaiaVirtualGoods	09/01/2014	-6.25	-6.25
09/30/2014	Journal Entry	09-4b-14	6000-GaiaVirtualGoods	09/30/2014	33.72	33.72
09/30/2014	Journal Entry	09-4a-14	6000-GaiaVirtualGoods	09/30/2014	114,095.46	114,095.46
10/01/2014	Journal Entry	09-4a-14	6000-GaiaVirtualGoods	10/01/2014	-114,095.46	-114,095.46
10/01/2014	Journal Entry	09-4b-14R	6000-GaiaVirtualGoods	10/01/2014	-33.72	-33.72
10/31/2014	Journal Entry	10-4b-14	6000-GaiaVirtualGoods	10/31/2014	15.75	15.75
10/31/2014	Journal Entry	10-4a-14	6000-GaiaVirtualGoods	10/31/2014	103,970.22	103,970.22
11/01/2014	Journal Entry	10-4a-14R	6000-GaiaVirtualGoods	11/01/2014	-103,970.22	-103,970.22
11/04/2014	Payment	WIRE11/4/14	Virool	11/04/2014	-7,162.73	-1,220.76
11/30/2014	Journal Entry	11-4d-14	6000-GaiaVirtualGoods	11/30/2014	67,530.95	67,530.95
11/30/2014	Journal Entry	11-4a-14	6000-GaiaVirtualGoods	11/30/2014	128,888.93	128,888.93
12/15/2014	Payment	ACH 12/15/14	Zeevex	12/15/2014	-3,385.27	-41.02
12/31/2014	Journal Entry	11-4a-14R	6000-GaiaVirtualGoods	12/31/2014	-128,888.93	-128,888.93
12/31/2014	Journal Entry	11-4d-14R	6000-GaiaVirtualGoods	12/31/2014	-67,530.95	-67,530.95
12/31/2014	Journal Entry	12-4c-14	6000-GaiaVirtualGoods	12/31/2014	-10,049.50	-10,049.50
12/31/2014	Journal Entry	12-4b-14	6000-GaiaVirtualGoods	12/31/2014	-9,921.76	-9,921.76
12/31/2014	Journal Entry	12-4a-14	6000-GaiaVirtualGoods	12/31/2014	87,298.40	87,298.40
01/01/2015	Journal Entry	12-4a-14R	6000-GaiaVirtualGoods	01/01/2015	-87,298.40	-87,298.40
01/02/2015	Payment	ACH 01/02/15	Rixty	01/02/2015	-3,382.50	-806.40
01/14/2015	Payment	ACH 01/14/15	Zeevex	01/14/2015	-2,868.63	-28.70
01/30/2015	Payment	ACH 01/30/15	Rixty	01/30/2015	-993.10	-993.10
01/31/2015	Journal Entry	1-4a-15	6000-GaiaVirtualGoods	01/31/2015	141,806.84	141,806.84
02/01/2015	Journal Entry	1-4a-15R	6000-GaiaVirtualGoods	02/01/2015	-141,806.84	-141,806.84
12/31/2014	Invoice	3775	Flurry, Inc. (A)	02/14/2015	100.92	6.51

02/28/2015	Journal Entry	02-4a-15	6000-GaiaVirtualGoods	02/28/2015	142,089.46	142,089.46
03/01/2015	Journal Entry	02-4a-15R	6000-GaiaVirtualGoods	03/01/2015	-142,089.46	-142,089.46
01/31/2015	Invoice	3811	Flurry, Inc. (A)	03/17/2015	74.06	74.06
03/31/2015	Journal Entry	03-4a-15	6000-GaiaVirtualGoods	03/31/2015	41,291.65	41,291.65
04/01/2015	Journal Entry	03-4a-15R	6000-GaiaVirtualGoods	04/01/2015	-41,291.65	-41,291.65
02/28/2015	Invoice	3823	Flurry, Inc. (A)	04/14/2015	62.06	62.06
04/30/2015	Journal Entry	04-4a-15	6000-GaiaVirtualGoods	04/30/2015	51,732.41	51,732.41
05/01/2015	Journal Entry	04-4a-15R	6000-GaiaVirtualGoods	05/01/2015	-51,732.41	-51,732.41
03/31/2015	Invoice	3861	Flurry, Inc. (A)	05/15/2015	52.68	52.68
04/30/2015	Invoice	3915	Volume 11/Gambit	05/15/2015	11.83	11.83
05/31/2015	Journal Entry	05-4a-15	6000-GaiaVirtualGoods	05/31/2015	77,828.48	77,828.48
06/01/2015	Journal Entry	05-4a-15R	6000-GaiaVirtualGoods	06/01/2015	-77,828.48	-77,828.48
06/22/2015	Payment	Chk # 9925	Virtual Label, LLC	06/22/2015	-57.47	-7.57
06/30/2015	Journal Entry	06-4a-15	6000-GaiaVirtualGoods	06/30/2015	30,556.87	30,556.87
07/15/2015	Payment	ACH 07/15/15	Zeevex	07/15/2015	-1.68	-1.68
07/16/2015	Payment	ACH 07/16/15	AdTech Marketplace	07/16/2015	-10,084.08	-158.65
07/31/2015	Journal Entry	06-4a-15R	6000-GaiaVirtualGoods	07/31/2015	-30,556.87	-30,556.87
07/31/2015	Payment	ACH 07/31/15	Rixty	07/31/2015	-395.00	-2.50
07/31/2015	Journal Entry	07-4a-15	6000-GaiaVirtualGoods	07/31/2015	44,417.45	44,417.45
08/01/2015	Journal Entry	07-4a-15R	6000-GaiaVirtualGoods	08/01/2015	-44,417.45	-44,417.45
08/18/2015	Payment	ACH 08/1/15	AdTech Marketplace	08/18/2015	-12,875.58	-1,204.14
08/31/2015	Journal Entry	08-4a-15	6000-GaiaVirtualGoods	08/31/2015	37,901.32	37,901.32
09/01/2015	Journal Entry	08-4a-15R	6000-GaiaVirtualGoods	09/01/2015	-37,901.32	-37,901.32
09/01/2015	Payment	ACH 09/01/15	Sponsorpay	09/01/2015	-1,026.62	-15.50
09/16/2015	Payment	ACH 09/16/15	AdTech Marketplace	09/16/2015	-9,891.30	-941.44
09/30/2015	Payment	ACH 09/30/15	Sponsorpay	09/30/2015	-1,605.87	-1,605.87
09/30/2015	Journal Entry	09-4a-15	6000-GaiaVirtualGoods	09/30/2015	41,299.55	41,299.55
10/01/2015	Journal Entry	09-4a-15R	6000-GaiaVirtualGoods	10/01/2015	-41,299.55	-41,299.55
10/02/2015	Payment	ACH 10/02/15	Federated Media / LJIT FM	10/02/2015	-9,201.22	-86.07
10/16/2015	Payment	ACH 10/16/15	AdTech Marketplace	10/16/2015	-9,965.33	-928.44
07/31/2015	Invoice	4015	Say Media/Videoegg	10/29/2015	3,505.12	3,505.12
10/29/2015	Payment	Chk # 31976	PubMatic	10/29/2015	-3,634.01	-104.90
10/30/2015	Payment	ACH 10/30/2015	Sponsorpay	10/30/2015	-1,746.00	-46.00
10/31/2015	Journal Entry	10-4b-15	Paypal	10/31/2015	14,543.20	14,543.20
10/31/2015	Journal Entry	10-4a-15	6000-GaiaVirtualGoods	10/31/2015	57,044.85	57,044.85
11/01/2015	Journal Entry	10-4a-15R	6000-GaiaVirtualGoods	11/01/2015	-57,044.85	-57,044.85
11/02/2015	Payment	ACH 11/02/15	Charlboost, Inc. (A)	11/02/2015	-502.80	-14.73
11/16/2015	Payment	32154	PubMatic	11/16/2015	-3,875.46	-20.22
11/17/2015	Payment	ACH 11/17/15	AdTech Marketplace	11/17/2015	-12,889.19	-1,113.16
11/17/2015	Deposit		Solve Media	11/17/2015	-1,028.35	-513.59
08/31/2015	Invoice	4048	Say Media/Videoegg	11/29/2015	3,488.90	3,488.90
11/30/2015	Payment		Sponsorpay	11/30/2015	-3,328.31	-28.31
11/30/2015	Journal Entry	11-4b-15	Paypal	11/30/2015	23,970.48	23,970.48
11/30/2015	Journal Entry	11-4a-15	6000-GaiaVirtualGoods	11/30/2015	40,720.67	40,720.67
12/01/2015	Journal Entry	11-4a-15R	6000-GaiaVirtualGoods	12/01/2015	-40,720.67	-40,720.67
12/01/2015	Payment		Charlboost, Inc. (A)	12/01/2015	-679.28	-38.48
12/14/2015	Payment		PubMatic	12/14/2015	-3,468.12	-22.74
12/16/2015	Payment		AdTech Marketplace	12/16/2015	-10,064.14	-742.45
12/16/2015	Payment		Paymentwall, Inc.	12/16/2015	-4,024.42	-405.44
12/17/2015	Credit Memo	4159	SV Networks	12/17/2015	-2,837.42	-1,425.48
09/30/2015	Invoice	4082	Say Media/Videoegg	12/29/2015	3,152.96	3,152.96
12/31/2015	Journal Entry	12-4b-15	Paypal	12/31/2015	23,305.03	23,305.03
12/31/2015	Journal Entry	12-4a-15	6000-GaiaVirtualGoods	12/31/2015	32,634.89	32,634.89
01/01/2016	Journal Entry	12-4a-15R	6000-GaiaVirtualGoods	01/01/2016	-32,634.89	-32,634.89
01/14/2016	Payment		InComm-Interactive Communications Intl. In	01/14/2016	-580.75	-3.25
01/15/2016	Payment		Solve Media	01/15/2016	-1,202.72	-722.60
01/19/2016	Payment		AdTech Marketplace	01/19/2016	-14,202.52	-1,206.49
01/28/2016	Payment		Rixty	01/28/2016	-1,071.50	-359.00
10/31/2015	Invoice	4112	Say Media/Videoegg	01/29/2016	3,383.91	3,383.91
01/31/2016	Journal Entry	1-4d-16	Paypal	01/31/2016	-10,691.11	-10,691.11
01/31/2016	Journal Entry	1-4f-16	Paypal	01/31/2016	-3,096.06	-3,096.06
01/31/2016	Journal Entry	1-4e-16	6000-GaiaVirtualGoods	01/31/2016	3,096.06	3,096.06
01/31/2016	Journal Entry	1-4b-16	Paypal	01/31/2016	24,928.31	24,928.31
01/31/2016	Journal Entry	1-4a-16	6000-GaiaVirtualGoods	01/31/2016	90,242.55	90,242.55
02/01/2016	Journal Entry	1-4a-16R	6000-GaiaVirtualGoods	02/01/2016	-90,242.55	-90,242.55
02/01/2016	Journal Entry	1-4e-16R	6000-GaiaVirtualGoods	02/01/2016	-3,096.06	-3,096.06
02/02/2016	Payment		Federated Media / LJIT FM	02/02/2016	-1,325.97	-0.51
02/05/2016	Payment		Paymentwall, Inc.	02/05/2016	-450.59	-228.68
02/16/2016	Deposit		Unknown customer	02/16/2016	-981.95	-981.95
02/17/2016	Payment		AdTech Marketplace	02/17/2016	-20,790.53	-1,664.81
02/18/2016	Payment		Virool	02/18/2016	-24,394.74	-1,800.69
02/25/2016	Payment		Solve Media	02/25/2016	-1,395.57	-984.40
02/25/2016	Deposit		Solve Media	02/25/2016	-517.69	-517.69
11/30/2015	Invoice	4136	Say Media/Videoegg	02/28/2016	1,786.80	1,786.80
02/29/2016	Journal Entry	2-4d-16	Paypal	02/29/2016	-72,959.85	-72,959.85
02/29/2016	Journal Entry	2-4a-16	6000-GaiaVirtualGoods	02/29/2016	45,665.65	45,665.65
01/31/2016	Invoice	4220	Tapjoy, Inc. (A)	03/01/2016	399.97	1.99
03/01/2016	Journal Entry	2-4a-16R	6000-GaiaVirtualGoods	03/01/2016	-45,665.65	-45,665.65
03/02/2016	Payment		Federated Media / LJIT FM	03/02/2016	-1,347.80	-0.98
03/11/2016	Deposit		Solve Media	03/11/2016	-1,282.03	-1,282.03
03/11/2016	Payment		Solve Media	03/11/2016	-384.97	-0.26
03/17/2016	Payment		AdTech Marketplace	03/17/2016	-5,660.61	-404.54
03/25/2016	Deposit		Solve Media	03/25/2016	-411.17	-411.17

12/31/2015	Invoice	4166	Say Media/Videoegg	03/30/2016	1,626.91	1,626.91
12/31/2015	Invoice	4175	SV Networks	03/30/2016	5,118.26	3,282.70
02/29/2016	Invoice	4234	Funcaptcha	03/30/2016	61.95	61.95
03/30/2016	Payment		Sponsorpay	03/30/2016	-1,527.73	-27.73
03/31/2016	Journal Entry	3-4a-16	6000-GaiaVirtualGoods	03/31/2016	43,915.81	43,915.81
04/01/2016	Journal Entry	3-4a-16R	6000-GaiaVirtualGoods	04/01/2016	-43,915.81	-43,915.81
02/29/2016	Invoice	4242	Virol	04/14/2016	2,549.57	1,049.57
04/15/2016	Deposit		Goodgames	04/15/2016	-686.38	-485.62
04/18/2016	Payment		AdTech Marketplace	04/18/2016	-6,790.20	-552.60
01/31/2016	Invoice	4198	Say Media/Videoegg	04/30/2016	2,481.82	2,481.82
04/30/2016	Journal Entry	4-4a-16	6000-GaiaVirtualGoods	04/30/2016	53,820.09	53,820.09
05/01/2016	Journal Entry	4-4a-16R	6000-GaiaVirtualGoods	05/01/2016	-53,820.09	-53,820.09
05/02/2016	Payment		Federated Media / LIJIT FM	05/02/2016	-1,661.54	-4.03
05/02/2016	Payment		Chartboost, Inc. (A)	05/02/2016	-989.90	-0.04
05/05/2016	Payment		Paymentwall, Inc.	05/05/2016	-243.25	-44.64
05/13/2016	Payment		PubMatic	05/13/2016	-2,428.08	-7.28
03/31/2016	Invoice	4268	Virol	05/15/2016	1,043.08	1,043.08
05/17/2016	Payment		AdTech Marketplace	05/17/2016	-8,079.11	-711.96
05/25/2016	Payment		Solve Media	05/25/2016	-839.54	-114.63
02/29/2016	Invoice	4229	Say Media/Videoegg	05/29/2016	728.66	728.66
04/30/2016	Invoice	4315	Tapjoy, Inc. (A)	05/30/2016	301.77	301.77
05/31/2016	Journal Entry	5-4a-16	6000-GaiaVirtualGoods	05/31/2016	36,431.02	36,431.02
06/01/2016	Journal Entry	5-4a-16R	6000-GaiaVirtualGoods	06/01/2016	-36,431.02	-36,431.02
06/01/2016	Payment		Sponsorpay	06/01/2016	-1,419.44	-19.44
06/01/2016	Payment		Chartboost, Inc. (A)	06/01/2016	-1,188.71	-0.02
06/02/2016	Payment		Federated Media / LIJIT FM	06/02/2016	-1,162.00	-4.88
06/07/2016	Payment		Say Media/Videoegg	06/07/2016	-7,286.37	-473.62
04/30/2016	Invoice	4301	Virol	06/14/2016	465.71	465.71
06/16/2016	Payment		AdTech Marketplace	06/16/2016	-5,437.68	-431.87
06/16/2016	Payment		Goodgames	06/16/2016	-906.93	-65.84
03/31/2016	Invoice	4282	Say Media/Videoegg	06/29/2016	932.11	932.11
05/31/2016	Invoice	4349	Tapjoy, Inc. (A)	06/30/2016	290.94	290.94
06/30/2016	Journal Entry	6-4a-16	6000-GaiaVirtualGoods	06/30/2016	39,588.92	39,588.92
07/01/2016	Journal Entry	6-4a-16R	6000-GaiaVirtualGoods	07/01/2016	-39,588.92	-39,588.92
07/05/2016	Payment		Federated Media / LIJIT FM	07/05/2016	-926.45	-0.02
07/18/2016	Payment		AdTech Marketplace	07/18/2016	-6,383.78	-584.38
07/18/2016	Payment		Goodgames	07/18/2016	-782.59	-155.91
07/26/2016	Deposit		Virtual Label, LLC	07/26/2016	-70.03	-0.49
04/30/2016	Invoice	4289	Say Media/Videoegg	07/29/2016	1,475.68	1,475.68
06/30/2016	Invoice	4377	Tapjoy, Inc. (A)	07/30/2016	273.47	273.47
07/31/2016	Journal Entry	7-4a-16	6000-GaiaVirtualGoods	07/31/2016	60,235.75	60,235.75
08/01/2016	Journal Entry	7-4a-16R	6000-GaiaVirtualGoods	08/01/2016	-60,235.75	-60,235.75
08/03/2016	Payment		SV Networks	08/03/2016	-7,906.16	-5.95
08/08/2016	Payment		Paymentwall, Inc.	08/08/2016	-287.00	-41.99
08/15/2016	Payment		Goodgames	08/15/2016	-568.18	-9.36
08/16/2016	Payment		AdTech Marketplace	08/16/2016	-7,566.57	-413.48
08/16/2016	Payment		SV Networks	08/16/2016	-5,704.91	-24.39
08/26/2016	Payment		Solve Media	08/26/2016	-1,046.97	-498.89
05/31/2016	Invoice	4325	Say Media/Videoegg	08/29/2016	1,346.50	1,346.50
07/31/2016	Invoice	4415	Tapjoy, Inc. (A)	08/30/2016	290.94	72.74
08/31/2016	Journal Entry	8-4a-16	6000-GaiaVirtualGoods	08/31/2016	43,169.66	43,169.66
09/01/2016	Journal Entry	8-4a-16R	6000-GaiaVirtualGoods	09/01/2016	-43,169.66	-43,169.66
09/01/2016	Payment		Sponsorpay	09/01/2016	-1,125.89	-25.89
09/02/2016	Payment		Federated Media / LIJIT FM	09/02/2016	-311.30	-0.02
09/12/2016	Deposit		CopyQuest	09/12/2016	-15.00	-15.00
09/16/2016	Payment		AdTech Marketplace	09/16/2016	-5,000.18	-295.68
09/19/2016	Deposit		Virol	09/19/2016	-500.00	-20.11
06/30/2016	Invoice	4356	Say Media/Videoegg	09/28/2016	449.85	449.85
09/30/2016	Payment		Chartboost, Inc. (A)	09/30/2016	-650.88	-0.01
09/30/2016	Journal Entry	9-4a-16	6000-GaiaVirtualGoods	09/30/2016	42,088.28	42,088.28
10/01/2016	Journal Entry	9-4a-16R	6000-GaiaVirtualGoods	10/01/2016	-42,088.28	-42,088.28
10/03/2016	Payment		Federated Media / LIJIT FM	10/03/2016	-512.51	-0.04
10/05/2016	Payment		SV Networks	10/05/2016	-3,255.91	-3.17
10/11/2016	Payment		InComm Canada	10/11/2016	-70.20	-54.48
10/14/2016	Payment		Goodgames	10/14/2016	-904.72	-519.82
08/31/2016	Invoice	4433	Virol	10/15/2016	58.24	58.24
10/18/2016	Payment		AdTech Marketplace	10/18/2016	-4,871.13	-320.67
10/24/2016	Deposit		Supersonic	10/24/2016	-5,620.35	-107.70
10/24/2016	Journal Entry	10-01.1-16	Flurry, Inc. (A)	10/24/2016	-195.31	-195.31
10/24/2016	Journal Entry	10-01.1b-16	Funcaptcha	10/24/2016	-61.95	-61.95
10/24/2016	Journal Entry	10-01.1a-16	Volume 11/Gambit	10/24/2016	-11.83	-11.83
10/24/2016	Deposit		Swagbucks.com	10/24/2016	-0.01	-0.01
10/27/2016	Payment		Solve Media	10/27/2016	-848.14	-548.10
10/28/2016	Payment		Sponsorpay	10/28/2016	-421.47	-5.08
07/31/2016	Invoice	4389	Say Media/Videoegg	10/29/2016	234.65	234.65
08/31/2016	Invoice	4427	Paymentwall, Inc.	10/30/2016	226.57	226.57
10/31/2016	Payment		Chartboost, Inc. (A)	10/31/2016	-538.33	-18.13
10/31/2016	Journal Entry	10-4a-16	6000-GaiaVirtualGoods	10/31/2016	27,585.71	27,585.71
11/01/2016	Journal Entry	10-4a-16R	6000-GaiaVirtualGoods	11/01/2016	-27,585.71	-27,585.71
11/16/2016	Payment		AdTech Marketplace	11/16/2016	-4,025.47	-371.28
11/22/2016	Payment		SV Networks	11/22/2016	-3,376.56	-0.87
09/30/2016	Invoice	4456	Paymentwall, Inc.	11/29/2016	53.70	53.70
11/29/2016	Payment		Sponsorpay	11/29/2016	-602.13	-15.23

11/30/2016	Payment		Solve Media	11/30/2016	-1,107.13	-12.22
11/30/2016	Journal Entry	11-4a-16	6000-GaiaVirtualGoods	11/30/2016	40,879.37	40,879.37
12/01/2016	Journal Entry	11-4a-16R	6000-GaiaVirtualGoods	12/01/2016	-40,879.37	-40,879.37
12/02/2016	Payment		SV Networks	12/02/2016	-4,144.59	-39.53
12/02/2016	Payment		Driver Digital - GameRoll	12/02/2016	-2,939.32	-385.23
12/16/2016	Payment		AdTech Marketplace	12/16/2016	-5,515.99	-384.16
12/20/2016	Payment		Driver Digital - GameRoll	12/20/2016	-3,096.58	-88.49
12/27/2016	Payment		SV Networks	12/27/2016	-1,981.58	-2.45
12/31/2016	Journal Entry	12-4a-16	6000-GaiaVirtualGoods	12/31/2016	61,826.46	61,826.46
01/01/2017	Journal Entry	12-4a-16R	6000-GaiaVirtualGoods	01/01/2017	-61,826.46	-61,826.46
01/18/2017	Payment		AdTech Marketplace	01/18/2017	-6,233.62	-474.81
01/26/2017	Payment		InComm Canada	01/26/2017	-49.30	-0.34
01/26/2017	Payment		Jun Group	01/26/2017	-35.06	-0.12
01/31/2017	Journal Entry	1-4a-17	6000-GaiaVirtualGoods	01/31/2017	28,787.70	28,787.70
02/01/2017	Journal Entry	1-4a-17R	6000-GaiaVirtualGoods	02/01/2017	-28,787.70	-28,787.70
02/16/2017	Payment	2-16-17	AdTech Marketplace	02/16/2017	-6,997.42	-529.31
02/22/2017	Payment		Virol	02/22/2017	-500.00	-0.22
02/24/2017	Payment		Solve Media	02/24/2017	-3,122.51	-1,315.26
02/28/2017	Journal Entry	2-4a-17	6000-GaiaVirtualGoods	02/28/2017	30,421.44	30,421.44
12/31/2016	Invoice	4534	Paymentwall, Inc.	03/01/2017	26.10	26.10
03/01/2017	Journal Entry	2-4a-17R	6000-GaiaVirtualGoods	03/01/2017	-30,421.44	-30,421.44
03/02/2017	Payment		Federated Media / LIJIT FM	03/02/2017	-268.89	-64.71
03/09/2017	Payment		Apple	03/09/2017	-4,778.15	-10.08
03/31/2017	Journal Entry	3-4a-17	6000-GaiaVirtualGoods	03/31/2017	42,902.46	42,902.46
01/31/2017	Invoice	4557	Paymentwall, Inc.	04/01/2017	20.62	20.62
04/01/2017	Journal Entry	3-4a-17R	6000-GaiaVirtualGoods	04/01/2017	-35,872.46	-35,872.46
04/05/2017	Payment	4-5-17	Federated Media / LIJIT FM	04/05/2017	-382.19	-0.01
04/06/2017	Payment		Apple	04/06/2017	-4,212.73	-35.24
04/24/2017	Payment		SV Networks	04/24/2017	-1,367.18	-1.62
04/25/2017	Payment		Primis(used to be Sekindo)	04/25/2017	-1,231.57	-168.15
04/26/2017	Payment		Solve Media	04/26/2017	-472.27	-0.01
02/28/2017	Invoice	4586	Paymentwall, Inc.	04/29/2017	27.75	27.75
04/30/2017	Journal Entry	4-4b-17	6000-GaiaVirtualGoods	04/30/2017	-7,030.00	-7,030.00
04/30/2017	Journal Entry	4-4a-17	6000-GaiaVirtualGoods	04/30/2017	62,865.94	62,865.94
05/01/2017	Journal Entry	4-4a-17R	6000-GaiaVirtualGoods	05/01/2017	-62,865.94	-62,865.94
05/02/2017	Payment		Federated Media / LIJIT FM	05/02/2017	-539.60	-25.98
05/19/2017	Payment		Supersonic	05/19/2017	-1,300.77	-494.89
05/26/2017	Payment		SV Networks	05/26/2017	-1,818.62	-12.02
03/31/2017	Invoice	4611	Paymentwall, Inc.	05/30/2017	26.24	26.24
05/31/2017	Journal Entry	5-06-17	Genkimix(A/R)	05/31/2017	4,389.90	4,389.90
05/31/2017	Journal Entry	5-4a-17	6000-GaiaVirtualGoods	05/31/2017	18,483.87	18,483.87
05/31/2017	Journal Entry	5-19b-17	Christopher Daly	05/31/2017	80,000.00	80,000.00
06/01/2017	Journal Entry	5-4a-17R	6000-GaiaVirtualGoods	06/01/2017	-18,483.87	-18,483.87
06/02/2017	Payment		Federated Media / LIJIT FM	06/02/2017	-492.87	-3.65
06/06/2017	Deposit		Capital One Bank	06/06/2017	-0.13	-0.13
06/08/2017	Payment		Apple	06/08/2017	-4,714.60	-540.41
06/14/2017	Deposit		Christopher Daly	06/14/2017	-80,000.00	-80,000.00
06/27/2017	Payment		SV Networks	06/27/2017	-759.12	-0.82
06/27/2017	Payment		Solve Media	06/27/2017	-645.71	-0.01
04/30/2017	Invoice	4636	Paymentwall, Inc.	06/29/2017	30.51	30.51
05/31/2017	Invoice	4665	Solve Media	06/30/2017	132.69	132.69
06/30/2017	Journal Entry	6-5b-17	Jxcity	06/30/2017	16.41	16.41
06/30/2017	Journal Entry	6-09-17	Genkimix(A/R)	06/30/2017	243.60	243.60
06/30/2017	Journal Entry	6-7a-17	6000-GaiaVirtualGoods	06/30/2017	785.13	785.13
06/30/2017	Journal Entry	6-4a-17	6000-GaiaVirtualGoods	06/30/2017	23,303.56	23,303.56
07/01/2017	Journal Entry	6-4a-17R	6000-GaiaVirtualGoods	07/01/2017	-23,303.56	-23,303.56
07/01/2017	Journal Entry	6-7a-17R	6000-GaiaVirtualGoods	07/01/2017	-785.13	-785.13
07/01/2017	Journal Entry	6-5b-17R	Jxcity	07/01/2017	-16.41	-16.41
07/05/2017	Payment		Federated Media / LIJIT FM	07/05/2017	-484.25	-0.02
07/10/2017	Deposit		Genkimix(A/R)	07/10/2017	-4,389.90	-4,389.90
07/10/2017	Deposit		Genkimix(A/R)	07/10/2017	-243.60	-243.60
07/26/2017	Payment		SV Networks	07/26/2017	-523.33	-0.19
07/28/2017	Payment		Charlboost, Inc. (A)	07/28/2017	-133.17	-0.01
05/31/2017	Invoice	4663	Paymentwall, Inc.	07/30/2017	33.59	33.59
07/31/2017	Journal Entry	7-09-17	Genkimix(A/R)	07/31/2017	106.80	106.80
07/31/2017	Journal Entry	7-7a-17	6000-GaiaVirtualGoods	07/31/2017	620.00	620.00
07/31/2017	Journal Entry	7-4a-17	6000-GaiaVirtualGoods	07/31/2017	17,989.84	17,989.84
08/01/2017	Journal Entry	7-4a-17R	6000-GaiaVirtualGoods	08/01/2017	-17,989.84	-17,989.84
08/01/2017	Journal Entry	7-7a-17R	6000-GaiaVirtualGoods	08/01/2017	-620.00	-620.00
06/30/2017	Invoice	4694	Virol	08/14/2017	79.83	79.83
08/25/2017	Payment		SV Networks	08/25/2017	-1,002.36	-1.97
06/30/2017	Invoice	4688	Paymentwall, Inc.	08/29/2017	11.29	11.29
08/31/2017	Payment		Charlboost, Inc. (A)	08/31/2017	-146.83	-0.08
08/31/2017	Journal Entry	8-7a-17	6000-GaiaVirtualGoods	08/31/2017	345.00	345.00
08/31/2017	Journal Entry	8-09-17	Genkimix(A/R)	08/31/2017	3,500.40	3,500.40
08/31/2017	Journal Entry	8-4a-17	6000-GaiaVirtualGoods	08/31/2017	15,876.35	15,876.35
09/01/2017	Journal Entry	8-4a-17R	6000-GaiaVirtualGoods	09/01/2017	-15,876.35	-15,876.35
09/01/2017	Journal Entry	8-7a-17R	6000-GaiaVirtualGoods	09/01/2017	-345.00	-345.00
09/07/2017	Payment		Apple	09/07/2017	-4,102.46	-437.66
07/31/2017	Invoice	4717	Virol	09/14/2017	97.69	97.69
07/31/2017	Invoice	4710	Paymentwall, Inc.	09/29/2017	18.58	18.58
09/29/2017	Payment		Charlboost, Inc. (A)	09/29/2017	-98.40	-0.11
09/30/2017	Journal Entry	9-09-17	Genkimix(A/R)	09/30/2017	172.80	172.80

09/30/2017	Journal Entry	9-5c-17	Mix10	09/30/2017	318.50	318.50
09/30/2017	Journal Entry	9-7a-17	6000-GaiaVirtualGoods	09/30/2017	665.00	665.00
09/30/2017	Journal Entry	9-4a-17	6000-GaiaVirtualGoods	09/30/2017	34,810.88	34,810.88
10/01/2017	Journal Entry	9-4a-17R	6000-GaiaVirtualGoods	10/01/2017	-34,810.88	-34,810.88
10/01/2017	Journal Entry	9-7a-17R	6000-GaiaVirtualGoods	10/01/2017	-665.00	-665.00
10/01/2017	Journal Entry	9-5c-17R	Mix10	10/01/2017	-318.50	-318.50
10/11/2017	Deposit		Tapjoy, Inc. (A)	10/11/2017	-245.76	-146.01
08/31/2017	Invoice	4742	Virool	10/15/2017	16.86	16.86
10/16/2017	Deposit		Google Payment	10/16/2017	-420.48	-0.02
08/31/2017	Invoice	4735	Paymentwall, Inc.	10/30/2017	19.88	19.88
10/31/2017	Deposit		Genkimix(A/R)	10/31/2017	-3,780.00	-3,780.00
10/31/2017	Journal Entry	10-09-17	Genkimix(A/R)	10/31/2017	19.80	19.80
10/31/2017	Journal Entry	10-5c-17	Mix10	10/31/2017	166.40	166.40
10/31/2017	Journal Entry	10-7a-17	6000-GaiaVirtualGoods	10/31/2017	1,015.00	1,015.00
10/31/2017	Journal Entry	10-4a-17	6000-GaiaVirtualGoods	10/31/2017	20,538.48	20,538.48
11/01/2017	Journal Entry	10-4a-17R	6000-GaiaVirtualGoods	11/01/2017	-20,538.48	-20,538.48
11/01/2017	Journal Entry	10-7a-17R	6000-GaiaVirtualGoods	11/01/2017	-1,015.00	-1,015.00
11/01/2017	Journal Entry	10-5c-17R	Mix10	11/01/2017	-166.40	-166.40
11/02/2017	Payment		Federated Media / LIJIT FM	11/02/2017	-28.43	-0.03
09/30/2017	Invoice	4761	Paymentwall, Inc.	11/29/2017	7.72	7.72
11/30/2017	Journal Entry	11-01-17	Say Media/Videoegg	11/30/2017	-15,170.21	-15,170.21
11/30/2017	Payment		Chartboost, Inc. (A)	11/30/2017	-111.93	-0.04
11/30/2017	Journal Entry	11-5c-17	Mix10	11/30/2017	53.69	53.69
11/30/2017	Journal Entry	11-09-17	Genkimix(A/R)	11/30/2017	134.40	134.40
11/30/2017	Journal Entry	11-7a-17	6000-GaiaVirtualGoods	11/30/2017	190.00	190.00
11/30/2017	Journal Entry	11-4a-17	6000-GaiaVirtualGoods	11/30/2017	20,834.25	20,834.25
12/01/2017	Journal Entry	11-4a-17R	6000-GaiaVirtualGoods	12/01/2017	-20,834.25	-20,834.25
12/01/2017	Deposit		Say Media/Videoegg	12/01/2017	-2,000.00	-2,000.00
12/01/2017	Journal Entry	11-7a-17R	6000-GaiaVirtualGoods	12/01/2017	-190.00	-190.00
12/01/2017	Journal Entry	11-5c-17R	Mix10	12/01/2017	-53.69	-53.69
12/04/2017	Payment		Federated Media / LIJIT FM	12/04/2017	-39.30	-0.81
12/21/2017	Journal Entry	12-10d-17	Pocketcon Inc.	12/21/2017	60,000.00	60,000.00
12/26/2017	Payment		Virtual Label, LLC	12/26/2017	-62.07	-1.67
10/31/2017	Invoice	4786	Paymentwall, Inc.	12/30/2017	4.73	4.73
12/31/2017	Journal Entry	12-5c-17	Mix10	12/31/2017	136.75	136.75
12/31/2017	Journal Entry	12-09-17	Genkimix(A/R)	12/31/2017	255.60	255.60
12/31/2017	Journal Entry	12-7a-17	6000-GaiaVirtualGoods	12/31/2017	330.00	330.00
12/31/2017	Journal Entry	12-4a-17	6000-GaiaVirtualGoods	12/31/2017	48,637.89	48,637.89
01/01/2018	Journal Entry	12-4a-17R	6000-GaiaVirtualGoods	01/01/2018	-48,637.89	-48,637.89
01/01/2018	Journal Entry	12-7a-17R	6000-GaiaVirtualGoods	01/01/2018	-330.00	-330.00
01/01/2018	Journal Entry	12-5c-17R	Mix10	01/01/2018	-136.75	-136.75
01/19/2018	Deposit		Genkimix(A/R)	01/19/2018	-154.20	-154.20
01/23/2018	Payment		SV Networks	01/23/2018	-496.42	-10.59
11/30/2017	Invoice	4807	Paymentwall, Inc.	01/29/2018	12.10	12.10
01/31/2018	Payment		Chartboost, Inc. (A)	01/31/2018	-75.25	-0.14
01/31/2018	Journal Entry	1-5c-18	Mix10	01/31/2018	6.34	6.34
01/31/2018	Journal Entry	1-09-18	Genkimix(A/R)	01/31/2018	59.70	59.70
01/31/2018	Journal Entry	1-7a-18	6000-GaiaVirtualGoods	01/31/2018	150.00	150.00
01/31/2018	Journal Entry	1-4a-18	6000-GaiaVirtualGoods	01/31/2018	17,336.84	17,336.84
02/01/2018	Journal Entry	1-4a-18R	6000-GaiaVirtualGoods	02/01/2018	-17,336.84	-17,336.84
02/01/2018	Deposit		MonetizeMore	02/01/2018	-5,982.09	-1,278.76
02/01/2018	Payment		AdTech Marketplace	02/01/2018	-186.74	-0.36
02/01/2018	Journal Entry	1-7a-18R	6000-GaiaVirtualGoods	02/01/2018	-150.00	-150.00
02/01/2018	Journal Entry	1-5c-18R	Mix10	02/01/2018	-6.34	-6.34
02/02/2018	Payment		Federated Media / LIJIT FM	02/02/2018	-42.67	-0.01
02/12/2018	Journal Entry	2-12-18	Novel Animation	02/12/2018	20,000.00	20,000.00
02/16/2018	Payment		AdExcite	02/16/2018	-299.64	-1.14
02/28/2018	Deposit		Amazon Media EU SARL	02/28/2018	-6.22	-6.22
02/28/2018	Journal Entry	2-09-18	Genkimix(A/R)	02/28/2018	18.60	18.60
02/28/2018	Journal Entry	2-5c-18	Mix10	02/28/2018	36.91	36.91
02/28/2018	Journal Entry	2-7a-18	6000-GaiaVirtualGoods	02/28/2018	415.00	415.00
02/28/2018	Journal Entry	2-01a-18	Solium(customer)	02/28/2018	3,000.00	3,000.00
02/28/2018	Journal Entry	2-4a-18	6000-GaiaVirtualGoods	02/28/2018	22,537.93	22,537.93
12/31/2017	Invoice	4835	Paymentwall, Inc.	03/01/2018	12.97	12.97
03/01/2018	Journal Entry	2-4a-18R	6000-GaiaVirtualGoods	03/01/2018	-22,537.93	-22,537.93
03/01/2018	Journal Entry	2-7a-18R	6000-GaiaVirtualGoods	03/01/2018	-415.00	-415.00
03/01/2018	Journal Entry	2-5c-18R	Mix10	03/01/2018	-36.91	-36.91
01/31/2018	Invoice	4866	Chartboost, Inc. (A)	03/02/2018	5.90	5.90
01/31/2018	Invoice	4857	Virool	03/17/2018	297.04	297.04
03/19/2018	Payment		MonetizeMore	03/19/2018	-8,557.08	-133.82
12/31/2017	Invoice	4844	Virtual Label, LLC	03/31/2018	61.59	61.59
03/31/2018	Journal Entry	3-5c-18	Mix10	03/31/2018	22.09	22.09
03/31/2018	Journal Entry	3-09-18	Genkimix(A/R)	03/31/2018	44.40	44.40
03/31/2018	Journal Entry	3-7a-18	6000-GaiaVirtualGoods	03/31/2018	520.00	520.00
03/31/2018	Journal Entry	3-4a-18	6000-GaiaVirtualGoods	03/31/2018	29,072.47	29,072.47
01/31/2018	Invoice	4855	Paymentwall, Inc.	04/01/2018	17.96	17.96
01/31/2018	Invoice	4847	Federated Media / LIJIT FM	04/01/2018	57.00	57.00
04/01/2018	Journal Entry	3-4a-18R	6000-GaiaVirtualGoods	04/01/2018	-29,072.47	-29,072.47
04/01/2018	Journal Entry	3-7a-18R	6000-GaiaVirtualGoods	04/01/2018	-520.00	-520.00
04/01/2018	Journal Entry	3-5c-18R	Mix10	04/01/2018	-22.09	-22.09
04/03/2018	Payment		Circulate	04/03/2018	-669.75	-8.22
04/16/2018	Payment		MonetizeMore	04/16/2018	-6,004.50	-107.03
04/17/2018	Deposit		Supersonic	04/17/2018	-357.56	-357.56

04/23/2018	Journal Entry	4-10d-18	Pocketcon Inc.	04/23/2018	20,000.00	20,000.00
02/28/2018	Invoice	4873	Paymentwall, Inc.	04/29/2018	8.42	8.42
02/28/2018	Invoice	4871	Federated Media / LIJIT FM	04/29/2018	46.00	46.00
03/31/2018	Invoice	4898	Chartboost, Inc. (A)	04/30/2018	7.08	7.08
04/30/2018	Deposit		Circulate	04/30/2018	-628.66	-628.66
04/30/2018	Journal Entry	4-5c-18	Mix10	04/30/2018	83.20	83.20
04/30/2018	Journal Entry	4-7a-18	6000-GaiaVirtualGoods	04/30/2018	360.00	360.00
04/30/2018	Journal Entry	4-09-18	Genkimix(A/R)	04/30/2018	405.90	405.90
04/30/2018	Journal Entry	4-4a-18	6000-GaiaVirtualGoods	04/30/2018	21,373.66	21,373.66
05/01/2018	Journal Entry	4-4a-18R	6000-GaiaVirtualGoods	05/01/2018	-21,373.66	-21,373.66
05/01/2018	Journal Entry	4-7a-18R	6000-GaiaVirtualGoods	05/01/2018	-360.00	-360.00
05/01/2018	Journal Entry	4-5c-18R	Mix10	05/01/2018	-83.20	-83.20
05/02/2018	Journal Entry	5-10d-18	Pocketcon Inc.	05/02/2018	40,000.00	40,000.00
05/16/2018	Deposit		Circulate	05/16/2018	-18.33	-18.33
05/17/2018	Payment		TrialPay, Inc.	05/17/2018	-289.87	-59.53
03/31/2018	Invoice	4892	Paymentwall, Inc.	05/30/2018	6.66	6.66
04/30/2018	Invoice	4916	Chartboost, Inc. (A)	05/30/2018	16.66	16.66
05/31/2018	Journal Entry	5-09-18	Genkimix(A/R)	05/31/2018	12.00	12.00
05/31/2018	Journal Entry	5-7a-18	6000-GaiaVirtualGoods	05/31/2018	160.00	160.00
05/31/2018	Journal Entry	5-4a-18	6000-GaiaVirtualGoods	05/31/2018	11,698.26	11,698.26
06/01/2018	Journal Entry	5-4a-18R	6000-GaiaVirtualGoods	06/01/2018	-11,698.26	-11,698.26
06/01/2018	Journal Entry	5-7a-18R	6000-GaiaVirtualGoods	06/01/2018	-160.00	-160.00
06/07/2018	Payment		Sponsorpay	06/07/2018	-1,859.87	-1.85
06/11/2018	Journal Entry	6-1-18	Novel Animation	06/11/2018	200,000.00	200,000.00
05/31/2018	Invoice	4939	Chartboost, Inc. (A)	06/30/2018	12.68	12.68
06/30/2018	Journal Entry	6-09-18	Genkimix(A/R)	06/30/2018	3.60	3.60
06/30/2018	Journal Entry	6-5c-18	Mix10	06/30/2018	37.27	37.27
06/30/2018	Journal Entry	6-7a-18	6000-GaiaVirtualGoods	06/30/2018	140.00	140.00
06/30/2018	Journal Entry	6-4a-18	6000-GaiaVirtualGoods	06/30/2018	29,897.12	29,897.12
07/01/2018	Journal Entry	6-4a-18R	6000-GaiaVirtualGoods	07/01/2018	-29,897.12	-29,897.12
07/01/2018	Journal Entry	6-7a-18R	6000-GaiaVirtualGoods	07/01/2018	-140.00	-140.00
07/01/2018	Journal Entry	6-5c-18R	Mix10	07/01/2018	-37.27	-37.27
07/03/2018	Payment		Circulate	07/03/2018	-599.13	-20.82
07/11/2018	Payment		SV Networks	07/11/2018	-80.99	-0.05
07/13/2018	Journal Entry	7-12-18	Novel Animation	07/13/2018	-5,000.00	-5,000.00
07/16/2018	Deposit		MonetizeMore	07/16/2018	-1,680.95	-1,680.95
07/16/2018	Journal Entry	7-2-18	Credibility Capital	07/16/2018	16,382.39	16,382.39
07/26/2018	Journal Entry	7-2a-18	Credibility Capital	07/26/2018	-16,382.39	-16,382.39
06/30/2018	Invoice	4955	Chartboost, Inc. (A)	07/30/2018	16.31	16.31
07/31/2018	Journal Entry	7-09-18	Genkimix(A/R)	07/31/2018	54.00	54.00
07/31/2018	Journal Entry	7-7a-18	6000-GaiaVirtualGoods	07/31/2018	830.00	830.00
07/31/2018	Journal Entry	7-4a-18	6000-GaiaVirtualGoods	07/31/2018	12,896.53	12,896.53
08/01/2018	Journal Entry	7-4a-18R	6000-GaiaVirtualGoods	08/01/2018	-12,896.53	-12,896.53
08/01/2018	Journal Entry	7-7a-18R	6000-GaiaVirtualGoods	08/01/2018	-830.00	-830.00
08/21/2018	Credit Memo	4979	24/7 Media US, Inc.	08/21/2018	-1,271.00	-1,271.00
08/21/2018	Deposit		Genkimix(A/R)	08/21/2018	-484.50	-484.50
08/21/2018	Deposit		Genkimix(A/R)	08/21/2018	-210.20	-210.20
08/28/2018	Journal Entry	8-1-18	Novel Animation	08/28/2018	-50,000.00	-50,000.00
08/30/2018	Journal Entry	8-1c-18	Novel Animation	08/30/2018	-10,000.00	-10,000.00
08/30/2018	Journal Entry	8-1b-18	Novel Animation	08/30/2018	-7,700.00	-7,700.00
08/31/2018	Journal Entry	8-7a-18	6000-GaiaVirtualGoods	08/31/2018	230.00	230.00
08/31/2018	Journal Entry	8-09-18	Genkimix(A/R)	08/31/2018	1,065.00	1,065.00
08/31/2018	Journal Entry	8-4a-18	6000-GaiaVirtualGoods	08/31/2018	24,943.22	24,943.22
09/01/2018	Journal Entry	8-4a-18R	6000-GaiaVirtualGoods	09/01/2018	-24,943.22	-24,943.22
09/01/2018	Journal Entry	8-7a-18R	6000-GaiaVirtualGoods	09/01/2018	-230.00	-230.00
09/06/2018	Payment		Circulate	09/06/2018	-565.16	-34.34
09/06/2018	Payment		Apple	09/06/2018	-155.21	-116.75
09/12/2018	Journal Entry	9-1-18	Novel Animation	09/12/2018	-17,000.00	-17,000.00
09/18/2018	Payment		Supersonic	09/18/2018	-333.18	-3.22
09/20/2018	Journal Entry	9-1d-18	Novel Animation	09/20/2018	-10,000.00	-10,000.00
09/20/2018	Journal Entry	8-1e-18	Novel Animation	09/20/2018	-4,800.00	-4,800.00
09/27/2018	Journal Entry	9-1e-18	Novel Animation	09/27/2018	-20,000.00	-20,000.00
06/30/2018	Invoice	4957	BOKU	09/28/2018	902.57	902.57
07/31/2018	Invoice	4970	Paymentwall, Inc.	09/29/2018	18.97	18.97
08/31/2018	Invoice	4991	TrialPay, Inc.	09/30/2018	14.17	14.17
08/31/2018	Invoice	4988	Circulate	09/30/2018	554.95	554.95
09/30/2018	Journal Entry	9-5c-18	Mix10	09/30/2018	20.93	20.93
09/30/2018	Journal Entry	9-09-18	Genkimix(A/R)	09/30/2018	151.80	151.80
09/30/2018	Journal Entry	9-7a-18	6000-GaiaVirtualGoods	09/30/2018	370.00	370.00
09/30/2018	Journal Entry	9-4a-18	6000-GaiaVirtualGoods	09/30/2018	35,025.66	35,025.66
10/01/2018	Journal Entry	9-4a-18R	6000-GaiaVirtualGoods	10/01/2018	-35,025.66	-35,025.66
10/01/2018	Journal Entry	9-7a-18R	6000-GaiaVirtualGoods	10/01/2018	-370.00	-370.00
10/04/2018	Journal Entry	10-1d-18	Novel Animation	10/04/2018	-10,000.00	-10,000.00
10/11/2018	Journal Entry	10-1d-18	Novel Animation	10/11/2018	-32,000.00	-32,000.00
10/16/2018	Payment		Supersonic	10/16/2018	-165.32	-3.27
10/19/2018	Deposit		Say Media/Videoegg	10/19/2018	-2,000.00	-2,000.00
10/25/2018	Deposit		Google Payment	10/25/2018	-0.39	-0.39
07/31/2018	Invoice	4975	BOKU	10/29/2018	770.54	770.54
10/31/2018	Journal Entry	10-10-18	Revenue Universe, LLC	10/31/2018	-962.33	-962.33
10/31/2018	Journal Entry	10-5c.1-18	Mix10	10/31/2018	-20.93	-20.93
10/31/2018	Journal Entry	10-09-18	Genkimix(A/R)	10/31/2018	24.00	24.00
10/31/2018	Journal Entry	10-4a-18	6000-GaiaVirtualGoods	10/31/2018	7,092.15	7,092.15
11/01/2018	Journal Entry	10-4a-18R	6000-GaiaVirtualGoods	11/01/2018	-7,092.15	-7,092.15

11/01/2018	Deposit		Apple	11/01/2018	-195.86	-195.86
11/15/2018	Journal Entry	11-10I-b-18	Advantage Capital Funding LLC	11/15/2018	4,195.00	4,195.00
08/31/2018	Invoice	4985	BOKU	11/29/2018	574.39	574.39
09/30/2018	Invoice	5002	Paymentwall, Inc.	11/29/2018	18.61	18.61
10/31/2018	Invoice	5026	Rixty	11/30/2018	11.12	11.12
10/31/2018	Invoice	5019	Revenue Universe, LLC	11/30/2018	1,736.53	962.33
10/31/2018	Invoice	5015	Google Inc.	11/30/2018	8,782.02	8,782.02
11/30/2018	Journal Entry	11-09-18	Genkimix(A/R)	11/30/2018	167.40	167.40
11/30/2018	Journal Entry	11-7a-18	6000-GaiaVirtualGoods	11/30/2018	265.00	265.00
11/30/2018	Journal Entry	11-4a-18	6000-GaiaVirtualGoods	11/30/2018	12,089.58	12,089.58
12/01/2018	Journal Entry	11-4a-18R	6000-GaiaVirtualGoods	12/01/2018	-12,089.58	-12,089.58
12/01/2018	Journal Entry	11-7a-18R	6000-GaiaVirtualGoods	12/01/2018	-265.00	-265.00
12/06/2018	Payment		Apple	12/06/2018	-745.08	-549.22
12/17/2018	Payment		Supersonic	12/17/2018	-282.43	-8.36
12/21/2018	Deposit		Say Media/Videoegg	12/21/2018	-1,000.00	-1,000.00
09/30/2018	Invoice	5006	BOKU	12/29/2018	558.87	558.87
10/31/2018	Invoice	5014	Paymentwall, Inc.	12/30/2018	8.29	8.29
11/30/2018	Invoice	5034	Supersonic	12/30/2018	20.05	20.05
11/30/2018	Invoice	5035	Rixty	12/30/2018	77.60	77.60
11/30/2018	Invoice	5028	MonetizeMore	12/30/2018	9,283.55	8,455.57
11/30/2018	Invoice	5042	Google Inc.	12/30/2018	10,927.27	10,927.27
12/31/2018	Journal Entry	12-5c-18	Mix10	12/31/2018	24.89	24.89
12/31/2018	Journal Entry	12-09-18	Genkimix(A/R)	12/31/2018	55.80	55.80
12/31/2018	Journal Entry	12-7a-18	6000-GaiaVirtualGoods	12/31/2018	330.00	330.00
12/31/2018	Journal Entry	12-4a-18	6000-GaiaVirtualGoods	12/31/2018	10,947.61	10,947.61
01/01/2019	Journal Entry	12-4a-18R	6000-GaiaVirtualGoods	01/01/2019	-10,947.61	-10,947.61
01/01/2019	Journal Entry	12-7a-18R	6000-GaiaVirtualGoods	01/01/2019	-330.00	-330.00
01/01/2019	Journal Entry	12-5c-18R	Mix10	01/01/2019	-24.89	-24.89
01/15/2019	Deposit		MonetizeMore	01/15/2019	-2,052.50	-2,052.50
01/22/2019	Deposit		Virtual Label, LLC	01/22/2019	-60.47	-60.47
10/31/2018	Invoice	5020	BOKU	01/29/2019	835.93	835.93
11/30/2018	Invoice	5032	Paymentwall, Inc.	01/29/2019	6.83	6.83
12/31/2018	Invoice	5050	Revenue Universe, LLC	01/30/2019	773.00	773.00
01/31/2019	Journal Entry	2-01a-18R	Solium(customer)	01/31/2019	-3,000.00	-3,000.00
01/31/2019	Journal Entry	1-7a-19	6000-GaiaVirtualGoods	01/31/2019	120.00	120.00
01/31/2019	Journal Entry	1-4a-19	6000-GaiaVirtualGoods	01/31/2019	3,888.51	3,888.51
02/01/2019	Journal Entry	1-4a-19R	6000-GaiaVirtualGoods	02/01/2019	-3,888.51	-3,888.51
02/01/2019	Payment		Sponsorpay	02/01/2019	-1,008.57	-0.01
02/01/2019	Journal Entry	1-7a-19R	6000-GaiaVirtualGoods	02/01/2019	-120.00	-120.00
11/30/2018	Invoice	5039	BOKU	02/28/2019	393.26	393.26
02/28/2019	Journal Entry	2-01-19	Say Media/Videoegg	02/28/2019	-3,950.04	-3,950.04
02/28/2019	Journal Entry	2-7a-19	6000-GaiaVirtualGoods	02/28/2019	350.00	350.00
02/28/2019	Journal Entry	2-4a-19	6000-GaiaVirtualGoods	02/28/2019	5,290.86	5,290.86
03/01/2019	Journal Entry	2-4a-19R	6000-GaiaVirtualGoods	03/01/2019	-5,290.86	-5,290.86
03/01/2019	Journal Entry	2-7a-19R	6000-GaiaVirtualGoods	03/01/2019	-350.00	-350.00
03/07/2019	Payment		Rixty	03/07/2019	-172.22	-172.22
12/31/2018	Invoice	5051	BOKU	03/31/2019	502.21	502.21
03/31/2019	Journal Entry	3-7a-19	6000-GaiaVirtualGoods	03/31/2019	195.00	195.00
03/31/2019	Journal Entry	3-4a-19	6000-GaiaVirtualGoods	03/31/2019	19,778.94	19,778.94
04/01/2019	Journal Entry	3-4a-19R	6000-GaiaVirtualGoods	04/01/2019	-19,778.94	-19,778.94
04/01/2019	Journal Entry	3-7a-19R	6000-GaiaVirtualGoods	04/01/2019	-195.00	-195.00
04/01/2019	Payment		Rixty	04/01/2019	-37.75	-37.75
04/30/2019	Journal Entry	4-7a-19	6000-GaiaVirtualGoods	04/30/2019	815.00	815.00
04/30/2019	Journal Entry	4-4a-19	6000-GaiaVirtualGoods	04/30/2019	3,085.19	3,085.19
05/01/2019	Journal Entry	4-4a-19R	6000-GaiaVirtualGoods	05/01/2019	-3,085.19	-3,085.19
05/01/2019	Journal Entry	4-7a-19R	6000-GaiaVirtualGoods	05/01/2019	-815.00	-815.00
05/02/2019	Payment		Rixty	05/02/2019	-45.60	-45.60
05/28/2019	Deposit		Novel Animation	05/28/2019	-200.00	-200.00
05/31/2019	Journal Entry	5-7a-19	6000-GaiaVirtualGoods	05/31/2019	1,155.00	1,155.00
05/31/2019	Journal Entry	5-4a-19	6000-GaiaVirtualGoods	05/31/2019	3,308.18	3,308.18
05/31/2019	Journal Entry	Pmt toNovel	Novel Animation	05/31/2019	9,000.00	9,000.00
05/31/2019	Journal Entry	LuckyLive	Lucky Live LLC Customer	05/31/2019	10,000.00	10,000.00
06/01/2019	Journal Entry	5-4a-19R	6000-GaiaVirtualGoods	06/01/2019	-3,308.18	-3,308.18
06/01/2019	Journal Entry	5-7a-19R	6000-GaiaVirtualGoods	06/01/2019	-1,155.00	-1,155.00
06/04/2019	Payment		Rixty	06/04/2019	-24.30	-24.30
06/30/2019	Journal Entry	6-7a-19	6000-GaiaVirtualGoods	06/30/2019	180.00	180.00
06/30/2019	Journal Entry	6-4a-19	6000-GaiaVirtualGoods	06/30/2019	8,662.85	8,662.85
07/01/2019	Journal Entry	6-4a-19R	6000-GaiaVirtualGoods	07/01/2019	-8,662.85	-8,662.85
07/01/2019	Journal Entry	6-7a-19R	6000-GaiaVirtualGoods	07/01/2019	-180.00	-180.00
07/31/2019	Journal Entry	7-7a-19	6000-GaiaVirtualGoods	07/31/2019	260.00	260.00
08/01/2019	Journal Entry	7-7a-19R	6000-GaiaVirtualGoods	08/01/2019	-260.00	-260.00
08/31/2019	Journal Entry	8-7a-19	6000-GaiaVirtualGoods	08/31/2019	155.00	155.00
09/01/2019	Journal Entry	8-7a-19R	6000-GaiaVirtualGoods	09/01/2019	-155.00	-155.00
10/28/2019	Payment		PayGarden	10/28/2019	-2,298.00	-457.79
10/29/2019	Payment		Amazon	10/29/2019	-135.81	-12.04
10/29/2019	Journal Entry	Wire in\$30k	Novel Animation	10/29/2019	30,000.00	30,000.00
11/14/2019	Payment		SV Networks	11/14/2019	-300.98	-300.98
11/27/2019	Journal Entry	Transfer	Novel Animation	11/27/2019	15.00	15.00
12/27/2019	Journal Entry	Transfer to analysis	Novel Animation	12/27/2019	200.00	200.00
01/31/2020	Journal Entry	Write off def. rev	Rixty	01/31/2020	-275.03	-275.03
01/31/2020	Journal Entry	Transfer to analysis	Novel Animation	01/31/2020	200.00	200.00
02/26/2020	Payment		SV Networks	02/26/2020	-309.51	-309.51
03/26/2020	Journal Entry	Transfer to analysis	Novel Animation	03/26/2020	144.13	144.13

04/14/2020	Journal Entry	Loan money to Novel	Novel Animation	04/14/2020	25,220.00	25,220.00
04/15/2020	Journal Entry	Loan money to Novel	Novel Animation	04/15/2020	10,000.00	10,000.00
05/15/2020	Payment		Tribal Fusion, Inc.	05/15/2020	-548.26	-33.69
05/28/2020	Journal Entry	Transfer from Novel	Novel Animation	05/28/2020	-20,000.00	-20,000.00
06/04/2020	Journal Entry	Trans. frNovel to SVB	Novel Animation	06/04/2020	-5,000.00	-5,000.00
06/12/2020	Journal Entry	Trans. frNovel to SVB	Novel Animation	06/12/2020	-20,000.00	-20,000.00
06/30/2020	Journal Entry	6-04-20	Novel Animation	06/30/2020	17,500.00	17,500.00
07/17/2020	Journal Entry	Payment fr. Novel	Novel Animation	07/17/2020	-30,000.00	-30,000.00
07/23/2020	Journal Entry	Payment fr. Novel	Novel Animation	07/23/2020	-30,000.00	-30,000.00
07/31/2020	Journal Entry	Trans SVB to Novel	Novel Animation	07/31/2020	120,000.00	120,000.00
08/05/2020	Journal Entry	Payment fr. Novel	Novel Animation	08/05/2020	-30,000.00	-30,000.00
08/21/2020	Journal Entry	Trans SVB to Novel	Novel Animation	08/21/2020	50,000.00	50,000.00
08/25/2020	Journal Entry	Payment fr. Novel	Novel Animation	08/25/2020	-40,000.00	-40,000.00
08/27/2020	Journal Entry	Trans SVB to Novel	Novel Animation	08/27/2020	40,000.00	40,000.00
09/04/2020	Journal Entry	Payment fr. Novel	Novel Animation	09/04/2020	-40,000.00	-40,000.00
09/15/2020	Journal Entry	Payment fr. Novel	Novel Animation	09/15/2020	-30,000.00	-30,000.00
09/17/2020	Journal Entry	Tran fr.SVB to Novel	Novel Animation	09/17/2020	60,000.00	60,000.00
09/22/2020	Journal Entry	Payment fr. Novel	Novel Animation	09/22/2020	-30,000.00	-30,000.00
10/05/2020	Journal Entry	Tran fr.SVB to Novel	Novel Animation	10/05/2020	30,000.00	30,000.00
10/06/2020	Journal Entry	Transfer Novel to Bre	Novel Animation	10/06/2020	-30,000.00	-30,000.00
10/27/2020	Journal Entry	Trans.fr. Novel toBre	Novel Animation	10/27/2020	-20,000.00	-20,000.00
10/27/2020	Journal Entry	Tran fr.SVB to Novel	Novel Animation	10/27/2020	30,000.00	30,000.00
11/30/2020	Journal Entry	Trans SVB to Novel	Novel Animation	11/30/2020	60,000.00	60,000.00
12/18/2020	Journal Entry	Payment fr. Novel	Novel Animation	12/18/2020	-50,000.00	-50,000.00
12/28/2020	Journal Entry	Trans SVB to Novel	Novel Animation	12/28/2020	33,000.00	33,000.00
Total for 91 or more days past due					\$ 69,364.54	\$ 326,870.49
61 - 90 days past due						
12/31/2020	Journal Entry	Novel pymt reclass	Novel Animation	12/31/2020	-193,579.13	-193,579.13
01/20/2021	Journal Entry	Payment fr. Novel	Novel Animation	01/20/2021	-20,000.00	-20,000.00
Total for 61 - 90 days past due					-\$ 213,579.13	-\$ 213,579.13
TOTAL					-\$ 144,214.59	\$ 113,291.36

Tuesday, May 11, 2021 11:36:29 AM GMT-7

Fill in this information to identify the case:Debtor name **Gaia Interactive, Inc.**United States Bankruptcy Court for the: **NORTHERN DISTRICT OF CALIFORNIA**

Case number (if known) _____

☐ Check if this is an amended filing**Official Form 206D****Schedule D: Creditors Who Have Claims Secured by Property****12/15**

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

- ☐ No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
- ☒ Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims**2. List in alphabetical order all creditors who have secured claims.** If a creditor has more than one secured claim, list the creditor separately for each claim.

		Column A Amount of claim Do not deduct the value of collateral.	Column B Value of collateral that supports this claim
2.1	American Express National Bank Creditor's Name 4315 South 2700 West Salt Lake City, UT 84184 Creditor's mailing address Creditor's email address, if known Date debt was incurred 8/15/18 Last 4 digits of account number Do multiple creditors have an interest in the same property? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Specify each creditor, including this creditor and its relative priority.	Describe debtor's property that is subject to a lien This loan has been paid in full but the UCC-1 was not released. Describe the lien UCC-1 filing Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes Is anyone else liable on this claim? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H) As of the petition filing date, the claim is: Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed	\$0.00 \$0.00

2.2	BlueVine Capital, Inc. Creditor's Name 401 Warren St., Suite 300 Redwood City, CA 94063 Creditor's mailing address Creditor's email address, if known Date debt was incurred 1/22/20 Last 4 digits of account number Do multiple creditors have an interest in the same property?	Describe debtor's property that is subject to a lien UCC-1 filing in wrong state, lien disputed. Describe the lien UCC-1 filing in wrong state, lien disputed. Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes Is anyone else liable on this claim? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H) As of the petition filing date, the claim is: Check all that apply	\$67,146.00 \$0.00
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Debtor **Gaia Interactive, Inc.**

Name

Case number (if known)

☒ No☐ Yes. Specify each creditor, including this creditor and its relative priority.☐ Contingent☐ Unliquidated☒ Disputed**2.3 Briantree**

Creditor's Name

**c/o PayPal, Inc.
Attention: Legal
Department
2211 North First Street
San Jose, CA 95131**

Creditor's mailing address

Creditor's email address, if known

Date debt was incurred**Last 4 digits of account number****Do multiple creditors have an interest in the same property?**☒ No☐ Yes. Specify each creditor, including this creditor and its relative priority.

Describe debtor's property that is subject to a lien

\$0.00**\$0.00****Current Payment Services Agreement**

Describe the lien

Security interest in reserve funds

Is the creditor an insider or related party?

☒ No☐ Yes

Is anyone else liable on this claim?

☒ No☐ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

As of the petition filing date, the claim is:

Check all that apply

☒ Contingent☐ Unliquidated☐ Disputed**2.4 Cathay Bank**

Creditor's Name

**2855 Kifer Road, Ste. 245
Santa Clara, CA 95051**

Creditor's mailing address

Creditor's email address, if known

Date debt was incurred**1/17/18****Last 4 digits of account number****Do multiple creditors have an interest in the same property?**☒ No☐ Yes. Specify each creditor, including this creditor and its relative priority.

Describe debtor's property that is subject to a lien

\$1,720,000.00**Unknown****Blanket lien on all assets. Amount shown is principal balance of \$1,350,000 plus estimated accrued interest and fees.**

Describe the lien

UCC-1 filing - Blanket lien - filed in Delaware

Is the creditor an insider or related party?

☒ No☐ Yes

Is anyone else liable on this claim?

☐ No☒ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

As of the petition filing date, the claim is:

Check all that apply

☐ Contingent☐ Unliquidated☐ Disputed**2.5 CHTD Company**

Creditor's Name

**c/o CSC
801 Adlai Stevenson Drive
Springfield, IL 62703**

Creditor's mailing address

Describe debtor's property that is subject to a lien

\$0.00**Unknown****Blanket lien on all assets - The underlying obligation has been paid and Debtor is waiting for Creditor to terminate its UCC filing.**

Describe the lien

UCC filing

Debtor **Gaia Interactive, Inc.**
Name

Case number (if known)

Creditor's email address, if known

Date debt was incurred

4/18/2018

Last 4 digits of account number

Do multiple creditors have an interest in the same property?

☒ No

☐ Yes. Specify each creditor, including this creditor and its relative priority.

Is the creditor an insider or related party?

☒ No

☐ Yes

Is anyone else liable on this claim?

☒ No

☐ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

As of the petition filing date, the claim is:

Check all that apply

☐ Contingent

☐ Unliquidated

☒ Disputed

2.6 Credibility Capital

Creditor's Name

**419 Park Avenue So, #807
San Diego, CA 92150**

Creditor's mailing address

Creditor's email address, if known

Date debt was incurred

11/22/19

Last 4 digits of account number

0656

Do multiple creditors have an interest in the same property?

☒ No

☐ Yes. Specify each creditor, including this creditor and its relative priority.

Describe debtor's property that is subject to a lien

UCC-1 filing in wrong state, lien disputed.

\$75,154.95

\$0.00

Describe the lien

UCC-1 filing in wrong state, lien disputed.

Is the creditor an insider or related party?

☒ No

☐ Yes

Is anyone else liable on this claim?

☐ No

☒ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

As of the petition filing date, the claim is:

Check all that apply

☐ Contingent

☐ Unliquidated

☒ Disputed

2.7 Credibility Capital

Creditor's Name

**419 Park Avenue So, #807
San Diego, CA 92150**

Creditor's mailing address

Creditor's email address, if known

Date debt was incurred

11/22/19

Last 4 digits of account number

4801

Do multiple creditors have an interest in the same property?

☒ No

☐ Yes. Specify each creditor, including this creditor and its relative priority.

Describe debtor's property that is subject to a lien

UCC-1 filing in wrong state, lien disputed.

\$25,485.93

\$0.00

Describe the lien

UCC-1 filing in wrong state, lien disputed.

Is the creditor an insider or related party?

☒ No

☐ Yes

Is anyone else liable on this claim?

☐ No

☒ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

As of the petition filing date, the claim is:

Check all that apply

☐ Contingent

☐ Unliquidated

☒ Disputed

Debtor **Gaia Interactive, Inc.**
Name

Case number (if known)

2.8 Credibility Capital

Creditor's Name

**419 Park Avenue So, #807
San Diego, CA 92150**

Creditor's mailing address

Creditor's email address, if known

Date debt was incurred

7/10/18

Last 4 digits of account number

1437

Do multiple creditors have an interest in the same property?

☒ No

☐ Yes. Specify each creditor, including this creditor and its relative priority.

Describe debtor's property that is subject to a lien

UCC-1 filing in wrong state, lien disputed.

\$27,578.66

\$0.00

Describe the lien

UCC-1 filing in wrong state, lien disputed.

Is the creditor an insider or related party?

☒ No

☐ Yes

Is anyone else liable on this claim?

☐ No

☒ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

As of the petition filing date, the claim is:

Check all that apply

☐ Contingent

☐ Unliquidated

☒ Disputed

2.9 Gary Schofield

Creditor's Name

**995 Parma Way
Mountain View, CA 94042**

Creditor's mailing address

Creditor's email address, if known

Date debt was incurred

6/27/18

Last 4 digits of account number

Do multiple creditors have an interest in the same property?

☒ No

☐ Yes. Specify each creditor, including this creditor and its relative priority.

Describe debtor's property that is subject to a lien

Blanket lien on all assets.

\$1,744,622.62

Unknown

Describe the lien

UCC-1 filing in Delaware. Lien is junior in priority to Cathay Bank.

Is the creditor an insider or related party?

☒ No

☐ Yes

Is anyone else liable on this claim?

☒ No

☐ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

As of the petition filing date, the claim is:

Check all that apply

☐ Contingent

☐ Unliquidated

☐ Disputed

**2.1 US Small Business
Administration**

Creditor's Name

**10737 Gateway West #300
El Paso, TX 79935**

Creditor's mailing address

Creditor's email address, if known

Date debt was incurred

4/17/2020

Last 4 digits of account number

Describe debtor's property that is subject to a lien

UCC-1 filing in wrong state, lien is disputed.

\$500,000.00

\$0.00

Describe the lien

UCC-1 filing in wrong state, lien is disputed.

Is the creditor an insider or related party?

☒ No

☐ Yes

Is anyone else liable on this claim?

☐ No

☒ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

7204

Do multiple creditors have an interest in the same property?

- ☒ No
- ☐ Yes. Specify each creditor, including this creditor and its relative priority.

As of the petition filing date, the claim is:

Check all that apply

- ☐ Contingent
- ☐ Unliquidated
- ☒ Disputed

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.

\$4,159,988.16

Part 2: List Others to Be Notified for a Debt Already Listed in Part 1

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

Name and address	On which line in Part 1 did you enter the related creditor?	Last 4 digits of account number for this entity
Liam J. O'Connor, Esq. Hopkins & Carley 70 S. First Sstreet San Jose, CA 95113	Line 2.4	
Novel Animation, Inc. 2445 Augustine #150 Santa Clara, CA 95054	Line 2.9	

Fill in this information to identify the case:Debtor name **Gaia Interactive, Inc.**United States Bankruptcy Court for the: **NORTHERN DISTRICT OF CALIFORNIA**

Case number (if known) _____

☐ Check if this is an amended filing**Official Form 206E/F****Schedule E/F: Creditors Who Have Unsecured Claims****12/15**

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims**1. Do any creditors have priority unsecured claims?** (See 11 U.S.C. § 507).☐ No. Go to Part 2.☒ Yes. Go to line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part. If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

			Total claim	Priority amount
2.1	Priority creditor's name and mailing address Florida Department of Revenue 5050 West Tennessee Street Tallahassee, FL 32399	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$630.00	\$630.00
	Date or dates debt was incurred 12/13/19	Basis for the claim: State Tax Lien		
	Last 4 digits of account number 2206 Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
2.2	Priority creditor's name and mailing address Kansas Department of Revenue P.O. Box 12005 Topeka, KS 66612-2005	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$813.00	\$813.00
	Date or dates debt was incurred 10/27/20	Basis for the claim: State Tax Warrant		
	Last 4 digits of account number 8040 Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		

Debtor **Gaia Interactive, Inc.**

Case number (if known)

Name

2.3 Priority creditor's name and mailing address
Kansas Department of Revenue
P.O. Box 12005
Topeka, KS 66612-2005

As of the petition filing date, the claim is:

Check all that apply.

- ☐ Contingent
☐ Unliquidated
☐ Disputed

\$2,347.00 **\$2,347.00**

Date or dates debt was incurred

10/26/20

Basis for the claim:

State Tax WarrantLast 4 digits of account number **7872**Specify Code subsection of PRIORITY
unsecured claim: 11 U.S.C. § 507(a) (8)

Is the claim subject to offset?

- ☒ No
☐ Yes

2.4 Priority creditor's name and mailing address
Kansas Department of Revenue
P.O. Box 12005
Topeka, KS 66612-2005

As of the petition filing date, the claim is:

Check all that apply.

- ☐ Contingent
☐ Unliquidated
☐ Disputed

\$813.00 **\$813.00**

Date or dates debt was incurred

10/25/20

Basis for the claim:

State Tax WarrantLast 4 digits of account number **7870**Specify Code subsection of PRIORITY
unsecured claim: 11 U.S.C. § 507(a) (8)

Is the claim subject to offset?

- ☒ No
☐ Yes

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

Amount of claim

3.1 Nonpriority creditor's name and mailing address
ADP
1851 N Resler Drive MS-100
El Paso, TX 79912

Date(s) debt was incurred _

Last 4 digits of account number _

As of the petition filing date, the claim is: *Check all that apply.*

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim: **Trade debt**Is the claim subject to offset? ☒ No ☐ Yes**\$101,223.77**

3.2 Nonpriority creditor's name and mailing address
Aflac
1932 Wynnton Road
Columbus, GA 31999-0004

Date(s) debt was incurred _

Last 4 digits of account number _

As of the petition filing date, the claim is: *Check all that apply.*

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim: **Trade debt**Is the claim subject to offset? ☒ No ☐ Yes**\$133.26**

3.3 Nonpriority creditor's name and mailing address
American Express
P.O. Box 981537
El Paso, TX 79998

Date(s) debt was incurred _

Last 4 digits of account number _

As of the petition filing date, the claim is: *Check all that apply.*

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim: **Miscellaneous purchases**Is the claim subject to offset? ☒ No ☐ Yes**\$2,700.43**

3.4	Nonpriority creditor's name and mailing address AT&T 870 N. McCarthy Blvd. Floor 1 Milpitas, CA 95035 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$1,470.71
3.5	Nonpriority creditor's name and mailing address CenturyLink(Level 3 Communications LLC) 1025 Eldorado Blvd Broomfield, CO 80021 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$1,505.55
3.6	Nonpriority creditor's name and mailing address Cogent Communications, Inc P.O Box 791087 Baltimore, MD 21279-1087 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$1,309.75
3.7	Nonpriority creditor's name and mailing address Derek Liu 1206 Spruance Street San Jose, CA 95128 Date(s) debt was incurred <u>May 3, 2021</u> Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Personal loan to corporation</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$250,000.00
3.8	Nonpriority creditor's name and mailing address EdgeCast Networks, Inc. PO Box 21412 New York, NY 10087 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$800.27
3.9	Nonpriority creditor's name and mailing address Equinix, Inc. c/o Alan L. Brodtkin & Associates 15500 B Rockfield Blvd. Irvine, CA 92618 Date(s) debt was incurred <u>11/1/18</u> Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$89,260.88
3.10	Nonpriority creditor's name and mailing address James Cao 863 Donovan Way Mountain View, CA 94043 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Loans made to the corporation</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$83,585.43

Debtor **Gaia Interactive, Inc.**
Name

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3.11	Nonpriority creditor's name and mailing address Loanme Inc. 1900 S State College Blvd Suite 300 Anaheim, CA 92806 Date(s) debt was incurred <u>12/19/17</u> Last 4 digits of account number <u>2191</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Loan to corporation</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$65,721.68
3.12	Nonpriority creditor's name and mailing address Novel Animation, Inc. 2445 Augustine Dr Suite 150 Santa Clara, CA 95054 Date(s) debt was incurred <u>12-1-2016</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Loan Agreement and Promissory Note. Total balance \$3,197,000. Creditor is the 100% shareholder of the Debtor and insider debt therefore does not count against total to qualify for Subchapter V.</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$3,197,000.00
3.13	Nonpriority creditor's name and mailing address Oracle America, Inc.(used to be Zenedge) P.O. Box 44471 San Francisco, CA 94144-4471 Date(s) debt was incurred <u> </u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$3,995.00
3.14	Nonpriority creditor's name and mailing address Pay Pal Pte Ltd. Attention: Complaine Officer 5 Temasek Blvd. #09-01/02/03 Suntec Tower 5 SINGAPORE 03898-5000 Date(s) debt was incurred <u>11/6/20</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input checked="" type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Merchant Services Agreement</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$0.00
3.15	Nonpriority creditor's name and mailing address Solium 221 Main Street, Suite 780 San Francisco, CA 94105 Date(s) debt was incurred <u> </u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$1,500.00
3.16	Nonpriority creditor's name and mailing address Sun Life Financial PO Box 7247-0381 Philadelphia, PA 19170-0381 Date(s) debt was incurred <u> </u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$594.28
3.17	Nonpriority creditor's name and mailing address TASC 2302 International Lane Madison, WI 53704 Date(s) debt was incurred <u> </u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$513.51

Debtor **Gaia Interactive, Inc.**
Name

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3.18	Nonpriority creditor's name and mailing address The Irvine Company 2550 N. First Street, Suite 100 San Jose, CA 95131 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Unpaid rent at prior address.</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$16,530.00
3.19	Nonpriority creditor's name and mailing address US Small Business Administration Customers Bank 701 Reading Avenue Reading, PA 19611 Date(s) debt was incurred <u>4/30/20</u> Last 4 digits of account number <u>7110</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>PPP Loan - Debtor applied for forgiveness of this loan in the original amount of \$210,800</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$0.00
3.20	Nonpriority creditor's name and mailing address US Small Business Administration ReadyCap Lending, LLC 200 CONNELL DRIVE, SUITE 4000 Berkeley Heights, NJ 07922 Date(s) debt was incurred <u>3/9/21</u> Last 4 digits of account number <u>8408</u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Second PPP Loan - Debtor intends to apply for forgiveness of this loan</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$210,800.00
3.21	Nonpriority creditor's name and mailing address VSP_Vision Service Plan PO Box 45210 San Francisco, CA 94145-5210 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$228.45

Part 3: List Others to Be Notified About Unsecured Claims

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

	Name and mailing address	On which line in Part 1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any
4.1	Chris Kuhner Kornfield, Nyberg, Bendes, Kuhner et al. 1970 Broadway, Suite 600, Oakland, CA 94612	Line <u>3.10</u> <input type="checkbox"/> Not listed. Explain ____	—
4.2	Stephen Finestone Finestone Hayes LLP 456 Montgomery St., 20th Fl. San Francisco, CA 94104	Line <u>3.7</u> <input type="checkbox"/> Not listed. Explain ____	—

Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.

	Total of claim amounts
5a. Total claims from Part 1	5a. \$ <u>4,603.00</u>
5b. Total claims from Part 2	5b. + \$ <u>4,028,872.97</u>

Debtor **Gaia Interactive, Inc.**
Name

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5c. Total of Parts 1 and 2
Lines 5a + 5b = 5c.

5c.

\$ 4,033,475.97

Fill in this information to identify the case:

Debtor name **Gaia Interactive, Inc.**

United States Bankruptcy Court for the: **NORTHERN DISTRICT OF CALIFORNIA**

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, number the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

☐ No. Check this box and file this form with the debtor's other schedules. There is nothing else to report on this form.

☒ Yes. Fill in all of the information below even if the contacts of leases are listed on *Schedule A/B: Assets - Real and Personal* (Official Form 206A/B).

Property

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.1. State what the contract or lease is for and the nature of the debtor's interest **Current Payment Services Agreement**

State the term remaining **3**

List the contract number of any government contract _____

**Briantree
c/o PayPay, Inc.
Attention: Legal Department
2211 North First Street
San Jose, CA 95131**

2.2. State what the contract or lease is for and the nature of the debtor's interest **Merchange Services Agreement**

State the term remaining _____

List the contract number of any government contract _____

**Pay Pal Pte Ltd.
Attention: Compliance Officer
5 Temasek Blvd.
#09-01/02/03 Suntec Tower 5
SINGAPORE 03898-5000**

2.3. State what the contract or lease is for and the nature of the debtor's interest **Debtor leases the commercial property located at 2445 Augustine Drive, Suite 150, Santa Clara, CA 95054. Lease expires July 31, 2022.**

State the term remaining _____

List the contract number of any government contract _____

**Regus Management Group, LLC
2445 Augustine Drive #150
Santa Clara, CA 95054**

Fill in this information to identify the case:Debtor name **Gaia Interactive, Inc.**United States Bankruptcy Court for the: **NORTHERN DISTRICT OF CALIFORNIA**

Case number (if known) _____

☐ Check if this is an amended filing**Official Form 206H
Schedule H: Your Codebtors****12/15**

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Do you have any codebtors?☐ No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.☒ Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

*Column 1: Codebtor**Column 2: Creditor***Name****Mailing Address****Name***Check all schedules that apply:***2.1 Derek Liu****2445 Augustine Drive #150
Santa Clara, CA 95054****Cathay Bank**☒ D **2.4**
☐ E/F _____
☐ G _____**2.2 Derek Liu****2445 Augustine Drive #150
Santa Clara, CA 95054****Credibility Capital**☒ D **2.6**
☐ E/F _____
☐ G _____**2.3 Derek Liu****2445 Augustine Drive #150
Santa Clara, CA 95054****Credibility Capital**☒ D **2.7**
☐ E/F _____
☐ G _____**2.4 Derek Liu****2445 Augustine Drive #150
Santa Clara, CA 95054****Credibility Capital**☒ D **2.8**
☐ E/F _____
☐ G _____**2.5 Derek Liu****2445 Augustine Drive #150
Santa Clara, CA 95054****US Small Business
Adminstration**☒ D **2.10**
☐ E/F _____
☐ G _____

Debtor **Gaia Interactive, Inc.**

Case number (if known) _____

Additional Page to List More Codebtors

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

Column 1: Codebtor

Column 2: Creditor

2.6	James Cao	863 Donovan Way Mountain View, CA 94043	Cathay Bank	<input checked="" type="checkbox"/> D <u>2.4</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
2.7	James Cao	863 Donovan Way Mountain View, CA 94043	Credibility Capital	<input checked="" type="checkbox"/> D <u>2.6</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
2.8	James Cao	863 Donovan Way Mountain View, CA 94043	Credibility Capital	<input checked="" type="checkbox"/> D <u>2.7</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
2.9	James Cao	863 Donovan Way Mountain View, CA 94043	Credibility Capital	<input checked="" type="checkbox"/> D <u>2.8</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
2.10	James Cao	863 Donovan Way Mountain View, CA 94043	BlueVine Capital, Inc.	<input checked="" type="checkbox"/> D <u>2.2</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
2.11	James Cao	863 Donovan Way Mountain View, CA 94043	American Express	<input type="checkbox"/> D _____ <input checked="" type="checkbox"/> E/F <u>3.3</u> <input type="checkbox"/> G _____
2.12	James Cao	863 Donovan Way Mountain View, CA 94043	US Small Business Adminstration	<input checked="" type="checkbox"/> D <u>2.10</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
2.13	James Cao	863 Donovan Way Mountain View, CA 94043	Loanme Inc.	<input type="checkbox"/> D _____ <input checked="" type="checkbox"/> E/F <u>3.11</u> <input type="checkbox"/> G _____

Debtor Gaia Interactive, Inc.

Case number (if known) _____

Additional Page to List More Codebtors

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.
Column 1: Codebtor

Column 2: Creditor

2.14 James Cao 863 Donovan Way
Mountain View, CA 94043

Novel Animation, Inc.

☐ D _____
☒ E/F 3.12
☐ G _____

Fill in this information to identify the case:Debtor name Gaia Interactive, Inc.United States Bankruptcy Court for the: NORTHERN DISTRICT OF CALIFORNIA

Case number (if known) _____

☐ Check if this is an amended filing**Official Form 207****Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy**

04/19

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income**1. Gross revenue from business**☐ None.**Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year****From the beginning of the fiscal year to filing date:**From 1/01/2021 to **Filing Date****Sources of revenue**

Check all that apply

☒ Operating a business☐ Other _____**Gross revenue**

(before deductions and exclusions)

\$400,000.00**For prior year:**From 1/01/2020 to 12/31/2020☒ Operating a business☐ Other _____\$1,950,000.00**For year before that:**From 1/01/2019 to 12/31/2019☒ Operating a business☐ Other _____\$2,604,537.00**2. Non-business revenue**

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☒ None.**Description of sources of revenue****Gross revenue from each source**

(before deductions and exclusions)

Part 2: List Certain Transfers Made Before Filing for Bankruptcy**3. Certain payments or transfers to creditors within 90 days before filing this case**

List payments or transfers--including expense reimbursements--to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,825. (This amount may be adjusted on 4/01/22 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☐ None.**Creditor's Name and Address****Dates****Total amount of value****Reasons for payment or transfer**

Check all that apply

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer <i>Check all that apply</i>
3.1. Credibility Capital 419 Park Avenue So, #807 San Diego, CA 92150	12/1/20' 1/1/21 and 2/1/21	\$9,390.00	<input checked="" type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other___
3.2. Novel Animation, Inc. 2445 Augustine #150 Santa Clara, CA 95054	10/27/20; 11/3/20 and 12/28/20	\$153,000.00	<input checked="" type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other___

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,825. (This amount may be adjusted on 4/01/22 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☐ None.

Insider's name and address Relationship to debtor	Dates	Total amount of value	Reasons for payment or transfer
4.1. James Cao 863 Donovan Way Mountain View, CA 94043 CEO	See attached list.	\$75,748.71	Wages and commissions
4.2. Derek Liu 1206 Spruance Street San Jose, CA 95128 CTO	See attached list.	\$108,750.10	Wages and commissions
4.3. James Cao 863 Donovan Way Mountain View, CA 94043 CEO and Director	See attached list	\$210,997.52	Mr. Cao used his personal credit cards and took personal loans for the corproation. All payments made to Mr. Cao were for reimbursement for the purchases made or loans taken on behalf of the corporation.
4.4. Derek Liu 1206 Spruance Street San Jose, CA 95128 CTO and Director	See attached list	\$92,000.00	A friend of Derek Liu's, Jiazhen Lee, made a loan to Gaia Interactive, Inc. in the sum of \$100,000. Gaia paid Derek Liu who in turn paid Ms. Lee the payments on the loan.

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☒ None

Creditor's name and address	Describe of the Property	Date	Value of property
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6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a

Debtor **Gaia Interactive, Inc.**

Case number (if known) _____

debt.

☒ None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
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Part 3: Legal Actions or Assignments**7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits**

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☐ None.

Case title Case number	Nature of case	Court or agency's name and address	Status of case
7.1. Cathay Bank v. Debtor, et al., 20CV366065	Complaint for Breach of Contract, Guaranty; Judicial Foreclosure; Claim and Delivery; and Appointment of Receiver	Superior Court County of Santa Clara 191 N. First St. San Jose, CA 95113	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.2. Equinix, Inc. vs. Debtor, et al., 19CV350262	Complaint for Open Book Account; Account Stated; and Reasonable Value.	Superior Court County of Santa Clara 191 N. First St. San Jose, CA 95113	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☒ None**Part 4: Certain Gifts and Charitable Contributions****9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000**☒ None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value
------------------------------	---	-------------	-------

Part 5: Certain Losses**10. All losses from fire, theft, or other casualty within 1 year before filing this case.**☒ None

Description of the property lost and how the loss occurred	Amount of payments received for the loss If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received. List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).	Dates of loss	Value of property lost
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Part 6: Certain Payments or Transfers

15. Health Care bankruptcies

Is the debtor primarily engaged in offering services and facilities for:
- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

- ☒ No. Go to Part 9.
☐ Yes. Fill in the information below.

Facility name and address

Nature of the business operation, including type of services the debtor provides

If debtor provides meals and housing, number of patients in debtor's care

Part 9: Personally Identifiable Information**16. Does the debtor collect and retain personally identifiable information of customers?**

- ☒ No.
☐ Yes. State the nature of the information collected and retained.

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?

- ☒ No. Go to Part 10.
☐ Yes. Does the debtor serve as plan administrator?

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units**18. Closed financial accounts**

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?
Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

☒ None

Financial Institution name and Address

Last 4 digits of account number

Type of account or instrument

Date account was closed, sold, moved, or transferred

Last balance before closing or transfer

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

☒ None

Depository institution name and address

Names of anyone with access to it
Address

Description of the contents

Do you still have it?

20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

☒ None

Facility name and address

Names of anyone with access to it

Description of the contents

Do you still have it?

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own

21. Property held for another

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☒ None

Part 12: Details About Environment Information

For the purpose of Part 12, the following definitions apply:

Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).

Site means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.

Hazardous material means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.

- ☒ No.
☐ Yes. Provide details below.

Case title Case number	Court or agency name and address	Nature of the case	Status of case
---------------------------	-------------------------------------	--------------------	----------------

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

- ☒ No.
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
-----------------------	---------------------------------------	-----------------------------	----------------

24. Has the debtor notified any governmental unit of any release of hazardous material?

- ☒ No.
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
-----------------------	---------------------------------------	-----------------------------	----------------

Part 13: Details About the Debtor's Business or Connections to Any Business**25. Other businesses in which the debtor has or has had an interest**

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

☐ None

Business name address	Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN.
		Dates business existed
25.1. Gaia Interactive, Inc. 2445 Augustine Drive, Suite 150 Santa Clara, CA 95054	Online community and hangout for anime/comic artists and fans.	EIN: 37-1487918 From-To 4/23/04 to present

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

☐ None**Name and address****Date of service
From-To**

26a.1. **Naiyu Pai**
Pai Accountancy LLP
1413 Grant Road
Mountain View, CA 94040

Past 2 years

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

☒ None

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☒ None**Name and address****If any books of account and records are
unavailable, explain why**

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☐ None**Name and address**

26d.1. **US Small Business Administration**
10737 Gateway West #300
El Paso, TX 79935

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

☒ No☐ Yes. Give the details about the two most recent inventories.**Name of the person who supervised the taking of the
inventory****Date of inventory****The dollar amount and basis (cost, market,
or other basis) of each inventory**

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name**Address****Position and nature of any
interest****% of interest, if
any****Novel Animation, Inc.****c/o Derek Liu & James Cao**
2445 Augustine #150
Santa Clara, CA 95054**None****100%**

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

☒ No☐ Yes. Identify below.**30. Payments, distributions, or withdrawals credited or given to insiders**

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

Debtor **Gaia Interactive, Inc.**

Case number (if known) _____

- ☐ No
☒ Yes. Identify below.

	Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
30.1	James Cao 863 Donovan Way Mountain View, CA 94043	\$75,748.71	See attached list.	Wages and commissions.
	Relationship to debtor CEO and Director			
30.2	Derek Liu 1206 Spruance Street San Jose, CA 95128	\$108,750.10	See attached list	Wages and commissions.
	Relationship to debtor CTO and Director			
30.3	Derek Liu 1206 Spruace Street San Jose, CA 95128	See attached list.	See attached list.	A friend of Derek Liu's, Jiazhen Lee, made a loan to Gaia Interactive, Inc. in the sum of \$100,000. Gaia paid Derek Liu who in turn paid Ms. Lee the payments on the loan.
	Relationship to debtor CTO and Director			
30.4	James Cao 863 Donovan Way Mountain View, CA 94043	See attached sheet.	See attached sheet.	Mr. Cao used his personal credit cards and took personal loans for the corproation. All payments made to Mr. Cao were for reimbursement for the purchases made or loans taken on behalf of the corporation.
	Relationship to debtor CEO and Director			

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

- ☒ No
☐ Yes. Identify below.

Name of the parent corporation	Employer Identification number of the parent corporation
--------------------------------	--

Debtor **Gaia Interactive, Inc.**

Case number *(if known)*

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- ☒ No
☐ Yes. Identify below.

Name of the pension fund

Employer Identification number of the parent corporation

Debtor **Gaia Interactive, Inc.**

Case number (if known)

Part 14: Signature and Declaration

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **May 12, 2021**

/s/ James Cao

Signature of individual signing on behalf of the debtor

James Cao

Printed name

Position or relationship to debtor **CEO**

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

☐ No

☒ Yes

Re: Gaia Interactive, Inc.
Payments to Insiders

	<u>Dates</u>	<u>Net Payroll</u> <u>Amounts</u>	<u>Others</u> <u>Amounts</u>
James Cao	5/15/2020	\$2,916.67 Bonus	\$2,204.81 Loanme loan payment
863 Donovan Way	5/15/2020	\$2,916.67 Retro pay 2-16-20 to 2-29-20	
Mountain View, CA 94043	5/15/2020	\$2,916.67	
	5/29/2020	\$2,916.67 Commission	
	5/29/2020	\$2,916.67	
	5/31/2020	\$2,916.67 Bonus	
	6/15/2020	\$2,916.67 Bonus	
	6/15/2020	\$2,916.67	\$2,204.81 Loanme loan payment
	7/1/2020	\$2,916.67	
	7/15/2020	\$2,916.67	\$2,204.81 Loanme loan payment
	7/31/2020	\$2,916.67 Bonus	
	7/31/2020	\$2,916.67	
	8/14/2020	\$2,916.67	\$2,204.81 Loanme loan payment
	8/31/2020	\$500	
	9/15/2020	\$500	\$2,204.81 Loanme loan payment
	9//30/2020	\$500	
	10/15/2020	\$500	\$2,204.81 Loanme loan payment
	10/15/2020		\$27,822.79 AWS Hosting
	10/22/2020		\$11,026.78 pay off lendingclun loan (reimbursement)
	10/31/2020	\$500	
	11/15/2020	\$500	\$2,204.81 Loanme loan payment
	11/17/2020		\$28,601.88 AWS Hosting
	11/30/2020	\$500	
	12/8/2020		\$28,579.20 AWS Hosting
	12/15/2020	\$500	\$2,204.81 Loanme loan payment
	12/31/2020	\$500	
	1/6/2021		\$29,486.84 AWS Hosting
	1/15/2021	\$4,166.50	\$2,204.81 Loanme loan payment
	1/29/2021	\$4,166.50	
	2/5/2021		\$29,000.00 AWS Hosting
	2/15/2021	\$4,166.50	\$2,204.81 Loanme loan payment
	2/28/2021	\$4,166.50	
	3/5/2021		\$30,022.31 AWS Hosting
	3/15/2021	\$4,166.50	\$2,204.81 Loanme loan payment
	3/31/2021	\$4,166.50	
	4/15/2021	\$4,166.50	\$2,204.81 Loanme loan payment
	4/30/2021	<u>\$4,166.50</u>	
		\$75,748.71	\$210,997.52

	5/15/2020	\$2,916.67 Retro pay 2-16-20 to 2-29-20	
	5/15/2020	\$2,916.67	
Derek Liu	5/29/2020	\$2,916.67 Commission	
1206 Spruance Street	5/29/2020	\$2,916.67	
San Jose, CA 95128	6/15/2020	\$2,916.67 Commission	
	6/15/2020	\$2,916.67	
	7/1/2020	\$2,916.67 Commission	
	7/1/2020	\$2,916.67	
	7/15/2020	\$2,916.67 Commission	
	7/15/2020	\$2,916.67	
	7/31/2020	\$2,916.67 Commission	
	7/31/2020	\$2,916.67	
	8/14/2020	\$2,916.67	
	8/31/2020	\$4,166.67	
	9/15/2020	\$4,166.67	
	9/21/2020		\$30,000.00 loan payment to Derek
	9/30/2020	\$4,166.67	
	10/6/2020		\$30,000.00 loan payment to Derek
	10/15/2020	\$4,166.67	
	10/31/2020	\$4,166.67	
	11/15/2020	\$4,166.67	
	11/30/2020	\$4,166.67	
	12/3/2020		\$32,000.00 loan payment to Derek
	12/15/2020	\$4,166.67	
	12/31/2020	\$4,166.67	
	1/15/2021	\$4,166.67	

1/29/2021	\$4,166.67	
2/15/2021	\$4,166.67	
2/28/2021	\$4,166.67	
3/15/2021	\$4,166.67	
3/31/2021	\$4,166.67	
4/15/2021	\$4,166.67	
4/30/2021	<u>\$4,166.67</u>	
	\$108,750.10	\$92,000.00

**United States Bankruptcy Court
Northern District of California**

In re **Gaia Interactive, Inc.**

Debtor(s)

Case No.

Chapter

11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Novel Animation, Inc. c/o Derek Liu & James Cao 2445 Augustine #150 Santa Clara, CA 95054		100%	

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the **CEO** of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date **May 12, 2021**

Signature **/s/ James Cao**
James Cao

*Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.*

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA**

In re
Gaia Interactive, Inc.

Case No.

Debtor(s). _____ /

CREDITOR MATRIX COVER SHEET

I declare that the attached Creditor Mailing Matrix, consisting of 5 sheets, contains the correct, complete and current names and addresses of all priority, secured and unsecured creditors listed in debtor's filing and that this matrix conforms with the Clerk's promulgated requirements.

DATED: **May 12, 2021**

/s/ Michael W. Malter

Signature of Debtor's Attorney or Pro Per Debtor

ADP
1851 N Resler Drive MS-100
El Paso, TX 79912

Aflac
1932 Wynnton Road
Columbus, GA 31999-0004

American Express
P.O. Box 981537
El Paso, TX 79998

American Express National Bank
4315 South 2700 West
Salt Lake City, UT 84184

AT&T
870 N. McCarthy Blvd. Floor 1
Milpitas, CA 95035

BlueVine Capital, Inc.
401 Warren St., Suite 300
Redwood City, CA 94063

Briantree
c/o PayPal, Inc.
Attention: Legal Department
2211 North First Street
San Jose, CA 95131

Cathay Bank
2855 Kifer Road, Ste. 245
Santa Clara, CA 95051

CenturyLink (Level 3 Communications LLC)
1025 Eldorado Blvd
Broomfield, CO 80021

Chris Kuhner
Kornfield, Nyberg, Bendes, Kuhner et al.
1970 Broadway, Suite 600,
Oakland, CA 94612

CHTD Company
c/o CSC
801 Adlai Stevenson Drive
Springfield, IL 62703

Cogent Communications, Inc
P.O Box 791087
Baltimore, MD 21279-1087

Credibility Capital
419 Park Avenue So, #807
San Diego, CA 92150

Derek Liu
1206 Spruance Street
San Jose, CA 95128

Derek Liu
2445 Augustine Drive #150
Santa Clara, CA 95054

EdgeCast Networks, Inc.
PO Box 21412
New York, NY 10087

Equinix, Inc.
c/o Alan L. Brodtkin & Associates
15500 B Rockfield Blvd.
Irvine, CA 92618

Florida Department of Revenue
5050 West Tennessee Street
Tallahassee, FL 32399

Gary Schofield
995 Parma Way
Mountain View, CA 94042

James Cao
863 Donovan Way
Mountain View, CA 94043

Kansas Department of Revenue
P.O. Box 12005
Topeka, KS 66612-2005

Liam J. O'Connor, Esq.
Hopkins & Carley
70 S. First Sstreet
San Jose, CA 95113

Loanme Inc.
1900 S State College Blvd Suite 300
Anaheim, CA 92806

Novel Animation, Inc.
2445 Augustine Dr Suite 150
Santa Clara, CA 95054

Novel Animation, Inc.
2445 Augustine #150
Santa Clara, CA 95054

Oracle America, Inc. (used to be Zenedge)
P.O. Box 44471
San Francisco, CA 94144-4471

Pay Pal Pte Ltd.
Attention: Compliance Officer
5 Temasek Blvd.
#09-01/02/03 Suntec Tower 5
SINGAPORE 03898-5000

Solium
221 Main Street, Suite 780
San Francisco, CA 94105

Stephen Finestone
Finestone Hayes LLP
456 Montgomery St., 20th Fl.
San Francisco, CA 94104

Sun Life Financial
PO Box 7247-0381
Philadelphia, PA 19170-0381

TASC
2302 International Lane
Madison, WI 53704

The Irvine Company
2550 N. First Street, Suite 100
San Jose, CA 95131

US Small Business Administration
Customers Bank
701 Reading Avenue
Reading, PA 19611

US Small Business Administration
10737 Gateway West #300
El Paso, TX 79935

US Small Business Administration
ReadyCap Lending, LLC
200 CONNELL DRIVE, SUITE 4000
Berkeley Heights, NJ 07922

VSP_Vision Service Plan
PO Box 45210
San Francisco, CA 94145-5210

**United States Bankruptcy Court
Northern District of California**

In re **Gaia Interactive, Inc.**

Debtor(s)

Case No.

Chapter

11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **Gaia Interactive, Inc.** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

■ None [*Check if applicable*]

May 12, 2021

Date

/s/ Michael W. Malter

Michael W. Malter #96533

Signature of Attorney or Litigant
Counsel for **Gaia Interactive, Inc.**

Binder & Malter, LLP

2775 Park Avenue

Santa Clara, CA 95050

(408) 295-1700 Fax:(408) 295-1531

Michael@bindermalter.com